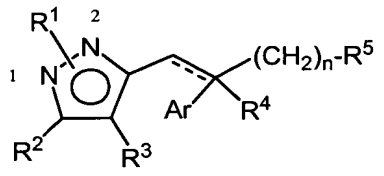
What is claimed is:

1. A CCK-1 receptor antagonist of the general formula:



(I)

wherein,

R^1 is a 1- or 2-position substituent selected from the group consisting of hydrogen,

a) phenyl, optionally mono-, di- or tri-substituted with R^p or di-substituted on adjacent carbons with $-OC_{1-4}alkyleneO-$, $-(CH_2)_{2-3}NH-$, $-(CH_2)_{1-2}NH(CH_2)-$, $-(CH_2)_{2-3}N(C_{1-4}alkyl)-$ or $-(CH_2)_{1-2}N(C_{1-4}alkyl)(CH_2)-$;

R^p is selected from the group consisting of –OH, $-C_{1-6}alkyl$, $-OC_{1-6}alkyl$, phenyl, -Ophenyl, benzyl, -Obenzyl, $-C_{3-6}cycloalkyl$, $-OC_{3-6}cycloalkyl$, -CN, $-NO_2$, $-N(R^y)R^z$ (wherein R^y and R^z are independently selected from H, $C_{1-6}alkyl$ or $C_{1-6}alkenyl$, or R^y and R^z may be taken together with the nitrogen of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 4 to 7 members, optionally having one carbon replaced with >O, =N-, >NH or $>N(C_{1-4}alkyl)$, optionally having one carbon substituted with –OH, and optionally having one or two unsaturated bonds in the ring), $-(C=O)N(R^y)R^z$, $-(N-R^t)COR^t$, $-(N-R^t)SO_2C_{1-6}alkyl$ (wherein R^t is H or $C_{1-6}alkyl$ or two R^t in the same substituent may be taken together with the amide of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 4 to 6 members), $-(C=O)C_{1-6}alkyl$, $-(S=(O)_n)-C_{1-6}alkyl$ (wherein n is selected from 0, 1 or 2), $-SO_2N(R^y)R^z$, $-SCF_3$, halo, $-CF_3$, $-OCF_3$, -COOH and $-COOC_{1-6}alkyl$;

b) phenyl or pyridyl fused at two adjacent ring members to a three membered hydrocarbon moiety to form a fused five membered

aromatic ring, which moiety has one carbon atom replaced by >O, >S, >NH or >N(C_{1-4}alkyl) and which moiety has up to one additional carbon atom optionally replaced by N, the fused rings optionally mono-, di- or tri-substituted with R^p;

c) phenyl fused at two adjacent ring members to a four membered hydrocarbon moiety to form a fused six membered aromatic ring, which moiety has one or two carbon atoms replaced by N, the fused rings optionally mono-, di- or tri-substituted with R^p;

d) naphthyl, optionally mono-, di- or tri-substituted with R^p;

e) a monocyclic aromatic hydrocarbon group having five ring atoms, having a carbon atom which is the point of attachment, having one carbon atom replaced by >O, >S, >NH or >N(C_{1-4}alkyl), having up to two additional carbon atoms optionally replaced by N, optionally mono- or di-substituted with R^p and optionally benzo fused on the condition that two or fewer of said carbon ring atoms are replaced by a heteroatom, where the benzo fused moiety is optionally mono- di- or tri-substituted with R^p;

f) a monocyclic aromatic hydrocarbon group having six ring atoms, having a carbon atom which is the point of attachment, having one or two carbon atoms replaced by N, having one N optionally oxidized to the N-oxide, optionally mono- or di-substituted with R^p and optionally benzo fused, where the benzo fused moiety is optionally mono- or di-substituted with R^p;

g) adamantanyl or monocyclic C_{5-7}cycloalkyl, optionally having one or two carbon members optionally replaced with >O, >NH or >N(C_{1-4}alkyl) and optionally having one or two unsaturated bonds in the ring and optionally having one of the ring atoms substituted with -OH, =O or -CH_3;

h) a C_{1-8}alkyl;

i) C_{1-4}alkyl, mono-substituted by a substituent selected from the group consisting of any one of a) to g);

R^2 is selected from the group consisting of:

i) phenyl, optionally mono-, di- or tri- substituted with R^q or di-substituted on adjacent carbons with -OC_{1-4}alkyleneO-,

$-(CH_2)_{2-3}NH-$, $-(CH_2)_{1-2}NH(CH_2)-$, $-(CH_2)_{2-3}N(C_{1-4}alkyl)-$ or $-(CH_2)_{1-2}N(C_{1-4}alkyl)(CH_2)-$;

R^q is selected from the group consisting of –OH, $-C_{1-6}alkyl$, $-OC_{1-6}alkyl$, phenyl, -Ophenyl, benzyl, -Obenzyl, $-C_{3-6}cycloalkyl$, $-OC_{3-6}cycloalkyl$, -CN, $-NO_2$, $-N(R^y)R^z$ (wherein R^y and R^z are independently selected from H, $C_{1-6}alkyl$, $C_{1-6}alkenyl$, or R^y and R^z may be taken together with the nitrogen of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 4 to 7 members, optionally having one carbon replaced with >O, =N-, >NH or $>N(C_{1-4}alkyl)$, optionally having one carbon substituted with -OH, and optionally having one or two unsaturated bonds in the ring, $-(C=O)N(R^y)R^z$, $-(N-R^t)COR^t$, $-(N-R^t)SO_2C_{1-6}alkyl$ (wherein R^t is H or $C_{1-6}alkyl$ or two R^t in the same substituent may be taken together with the amide of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 4 to 6 members), $-(C=O)C_{1-6}alkyl$, $-(S=(O)_n)-C_{1-6}alkyl$ (wherein n is selected from 0, 1 or 2), $-SO_2N(R^y)R^z$, $-SCF_3$, halo, $-CF_3$, $-OCF_3$, -COOH and $-COOC_{1-6}alkyl$;

ii) phenyl or pyridyl fused at two adjacent ring members to a three membered hydrocarbon moiety to form a fused five membered aromatic ring, which moiety has one carbon atom replaced by >O, >S, >NH or $>N(C_{1-4}alkyl)$ and which moiety has up to one additional carbon atom optionally replaced by N, the fused rings optionally mono-, di- or tri-substituted with R^q;

iii) phenyl fused at two adjacent ring members to a four membered hydrocarbon moiety to form a fused six membered aromatic ring, which moiety has one or two carbon atoms replaced by N, the fused rings optionally mono-, di- or tri-substituted with R^q;

iv) naphthyl, optionally mono-, di- or tri-substituted with R^q;

v) a monocyclic aromatic hydrocarbon group having five ring atoms, having a carbon atom which is the point of attachment, having one carbon atom replaced by >O, >S, >NH or $>N(C_{1-6}alkyl)$, having up to one additional carbon atoms optionally replaced by N, optionally

mono- or di-substituted with R^q and optionally benzo fused on the condition that two or fewer of said carbon ring atoms are replaced by a heteroatom, where the benzo fused moiety is optionally mono- di- or tri-substituted with R^q; and

vi) a monocyclic aromatic hydrocarbon group having six ring atoms, having a carbon atom which is the point of attachment, having one or two carbon atoms replaced by N, having one N optionally oxidized to the N-oxide, optionally mono- or di-substituted with R^p and optionally benzo fused, where the benzo fused moiety is optionally mono- or di-substituted with R^q;

R^3 is selected from the group consisting of H, halo, and C_{1-6}alkyl;

n is selected from 0,1, or 2, with the proviso that where R^5 is attached through –S-, the n is 1 or 2;

R^4 is selected from the group consisting of H, halo or C_{1-6}alkyl or a covalent bond in the case where the a double bond is present in the above structure;

Ar is selected from the group consisting of:

A) phenyl, optionally mono-, di- or tri-substituted with R^r or di-substituted on adjacent carbons with -OC_{1-4}alkyleneO-, -$(CH_2)_{2-3}NH$-, -$(CH_2)_{1-2}NH(CH_2)$-, -$(CH_2)_{2-3}N(C_{1-4}alkyl)$- or -$(CH_2)_{1-2}N(C_{1-4}alkyl)(CH_2)$-;

R^r is selected from the group consisting of –OH, -C_{1-6}alkyl, -OC_{1-6}alkyl, phenyl, -Ophenyl, benzyl, -Obenzyl, -C_{3-6}cycloalkyl, -OC_{3-6}cycloalkyl, -CN, -NO_2, -$N(R^y)R^z$ (wherein R^y and R^z are independently selected from H, C_{1-6}alkyl or C_{1-6}alkenyl, or R^y and R^z may be taken together with the nitrogen of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 4 to 7 members, optionally having one carbon replaced with >O, =N-, >NH or >$N(C_{1-4}alkyl)$, optionally having one carbon substituted with -OH, and optionally having one or two unsaturated bonds in the ring), -$(C=O)N(R^y)R^z$, -$(N\text{-}R^t)COR^t$, -$(N\text{-}R^t)SO_2C_{1-6}$alkyl (wherein R^t is H or C_{1-6}alkyl or two R^t in the same substituent may be taken together with the amide of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 4 to 6

members), -(C=O)C_{1-6}alkyl, -(S=(O)$_n$)-C_{1-6}alkyl (wherein n is selected from 0, 1 or 2), -$SO_2N(R^y)R^z$, -SCF_3, halo, -CF_3, -OCF_3, -COOH and -$COOC_{1-6}$alkyl;

B) phenyl or pyridyl fused at two adjacent ring members to a three membered hydrocarbon moiety to form a fused five membered aromatic ring, which moiety has one carbon atom replaced by >O, >S, >NH or >N(C_{1-4}alkyl) and which moiety has up to one additional carbon atom optionally replaced by N, the fused rings optionally mono-, di- or tri-substituted with R^r;

C) phenyl fused at two adjacent ring members to a four membered hydrocarbon moiety to form a fused six membered aromatic ring, which moiety has one or two carbon atoms replaced by N, the fused rings optionally mono-, di- or tri-substituted with R^r;

D) naphthyl, optionally mono-, di- or tri-substituted with R^r;

E) a monocyclic aromatic hydrocarbon group having five ring atoms, having a carbon atom which is the point of attachment, having one carbon atom replaced by >O, >S, >NH or >N(C_{1-4}alkyl), having up to one additional carbon atoms optionally replaced by N, optionally mono- or di-substituted with R^r and optionally benzo fused on the condition that two or fewer of said carbon ring atoms are replaced by a heteroatom, where the benzo fused moiety is optionally mono- di- or tri-substituted with R^r; and

F) a monocyclic aromatic hydrocarbon group having six ring atoms, having a carbon atom which is the point of attachment, having one or two carbon atoms replaced by N, having one N optionally oxidized to the N-oxide, optionally mono- or di-substituted with R^r and optionally benzo fused, where the benzo fused moiety is optionally mono- or di-substituted with R^r;

R^5 is selected from the group consisting of;

I) -$COOR^6$, where R^6 is selected from the group consisting of H and -C_{1-4}alkyl,

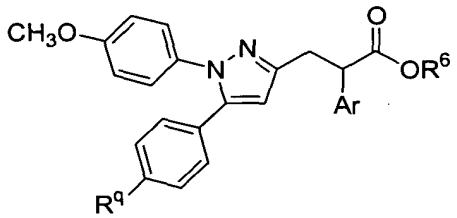
II) -$CONR^7R^8$, where R^7 and R^8 are independently selected from the group consisting of hydrogen, C_{1-6}alkyl and C_{3-6}cycloalkyl optionally hydroxy substituted, or R^7 and R^8 may be taken together with the

nitrogen of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 5 to 7 members, optionally having one carbon replaced with >O, =N-, >NH or >N(C_{1-4}alkyl) and optionally having one or two unsaturated bonds in the ring; and

III) tetrazolyl, [1,2,4]triazol-3-ylsulfanyl, [1,2,4]triazol-3-ylsulfonyl, [1,2,4]triazole-3-sulfinyl and [1,2,3]triazol-4-ylsulfanyl, [1,2,3]triazol-4-ylsulfonyl, [1,2,3]triazol-4-sulfinyl.

and enantiomers, diastereomers and pharmaceutically acceptable salts and esters thereof;

except said formula does not include compounds of the following formula, and/or racemic mixtures of such compounds:



where R^q, Ar and R^6 are selected concurrently from the groups consisting of:

CP#	R^q	Ar	R^6
R1	-Cl	phenyl-	$-CH_2CH_3$
R2	-Cl	3,4-diMeO-phenyl-	$-CH_2CH_3$
R3	-Cl	4-MeO-phenyl-	$-CH_2CH_3$
R4	$-CH_3$	2-naphthyl-	$-CH_2CH_3$
R5	$-CH_3$	1-naphthyl-	$-CH_2CH_3$
R6	$-CH_3$	2-MeO-phenyl-	$-CH_2CH_3$
R7	$-CH_3$	2-pyridyl-	$-CH_2CH_3$

R8	$-CH_3$	2-carboxymethyl-phenyl-	$-CH_2CH_3$
R9	$-CH_3$	3-pyridyl-	$-CH_2CH_3$
R10	-Cl	4-MeO-phenyl-	-H
R11	-Cl	3,4-diMeO-phenyl-	-H
R12	$-CH_3$	2-naphthyl-	-H
R13	$-CH_3$	1-naphthyl-	-H
R14	$-CH_3$	2-MeO-phenyl-	-H
R15	$-CH_3$	2-carboxy-phenyl-	-H
R16	$-CH_3$	4-biphenyl	$-CH_2CH_3$ and
R17	-CH3	4-biphenyl	-H.

2. The compound of claim 1 wherein R^1, optionally substituted with R^p, is selected from the group consisting of hydrogen:

a) phenyl, 5-, 6-, 7-, 8-benzo-1,4-dioxanyl, 4-, 5-, 6-, 7-benzo-1,3-dioxolyl, 4-, 5-, 6-, 7-indolinyl, 4-, 5-, 6-, 7-isoindolinyl, 1,2,3,4-tetrahydro-quinolin-4, 5, 6 or 7-yl, 1,2,3,4-tetrahydro-isoquinolin-4, 5, 6 or 7-yl,

b) 4-, 5-, 6- or 7-benzoxazolyl, 4-, 5-, 6- or 7-benzothiophenyl, 4-, 5-, 6- or 7-benzofuranyl, 4-, 5-, 6- or 7-indolyl, 4-, 5-, 6- or 7-benzthiazolyl, 4-, 5-, 6- or 7-benzimidazolyl, 4-, 5-, 6- or 7-indazolyl, imidazo[1,2-a]pyridin-5, 6, 7 or 8-yl, pyrazolo[1,5-a]pyridin-4, 5, 6 or 7-yl, 1H-pyrrolo[2,3-b]pyridin-4, 5 or 6-yl, 1H-pyrrolo[3,2-c]pyridin-4, 6 or 7-yl, 1H-pyrrolo[2,3-c]pyridin-4, 5 or 7-yl, 1H-pyrrolo[3,2-b]pyridin-5, 6 or 7-yl,

c) 5-, 6-, 7- or 8-isoquinolinyl, 5-, 6-, 7- or 8-quinolinyl, 5-, 6-, 7- or 8-quinoxalinyl, 5-, 6-, 7- or 8-quinazolinyl,

d) naphthyl,

e) furanyl, oxazolyl, isoxazolyl, 1,2,3-oxadiazolyl, 1,2,4-oxadiazolyl, 1,2,5-oxadiazolyl, 1,3,4-oxadiazolyl, thiophenyl, thiazolyl, isothiazolyl, pyrrolyl, imidazolyl, pyrazolyl, 1,2,3-triazolyl, 1,2,4-triazolyl, 3-indoxazinyl, 2-benzoxazolyl, 2- or 3-benzothiophenyl, 2- or 3-benzofuranyl, 2- or 3-indolyl, 2-benzthiazolyl, 2-benzimidazolyl, 3-indazolyl,

f) pyridinyl, pyridinyl-N-oxide, pyrazinyl, pyrimidinyl, pyridazinyl, 1-, 3- or 4-isoquinolinyl, 2-, 3- or 4-quinolinyl, 2- or 3-quinoxalinyl, 2- or 4-quinazolinyl, 1-oxy-pyridin-2, 3, or 4-yl,

g) cyclopentyl, cyclohexyl, cycloheptyl, piperidin-2,3 or 4-yl, 2-pyrrolin-2, 3, 4 or 5-yl, 3-pyrrolin-2 or 3-yl, 2-pyrazolin-3, 4 or 5-yl, morpholin-2, 3, 5 or 6-yl, thiomorpholin-2, 3, 5 or 6-yl, piperazin-2, 3, 5 or 6-yl, pyrrolidin-2 or 3-yl, homopiperidinyl, adamantanyl,

h) methyl, ethyl, n-propyl, i-propyl, n-butyl, i-butyl, t-butyl, n-pentyl, pent-2-yl, hexyl, hex-2-yl, and

i) -$C_{1\text{-}2}$alkyl mono-substituted with any one of the preferred substituents of a) to g).

3. The compound of claim 1 wherein R^1, optionally substituted with R^p, is selected from the group consisting of H, methyl, phenyl, benzyl, cyclohexyl, cyclohexylmethyl, pyridinyl, pyridinylmethyl and pyridinyl-N-oxide.

4. The compound of claim 1 wherein R^1 are selected from the group consisting of phenyl, 2-methoxy-phenyl, 3-methoxy-phenyl, 4-methoxy-phenyl, 2,3-dimethoxy-phenyl, 3,4-dimethyoxy-phenyl, 2-chloro-phenyl, 3-chloro-phenyl, 4-chloro-phenyl, 2,4-dicloro-phenyl, 3,4-dichlorophenyl, 2,4-dichlorophenyl, 2,5-dichlorophenyl, 2-methyl-phenyl, 3-methyl-phenyl, 4-methyl-phenyl, 2,5-dimethyl-phenyl, 2-trifluoromethyl-phenyl, 3-trifluoromethyl-phenyl, 4-trifluoromethyl-phenyl, 3-trifluoromethoxy-phenyl, 4-trifluoromethoxy-phenyl, 4-t-butyl-phenyl, benzyl, cyclohexyl, pyridin-2-yl, pyridin-3-yl, pyridin-4-yl, 4-triflouromethyl-2-pyridyl, 2-pyridyl-N-oxide, 4-methanesulfonyl-phenyl, 4-phenoxy-phenyl, 4-isopropyl-phenyl, 4-ethoxy-phenyl, 4-hydroxy-phenyl, 4-

pyridinyl-methyl, benzo[1,3]diox-5-yl, 2,3-diydro benzo[1,4]dioxin-6-yl and cyclohexylmethyl.

5. The compound of claim 1 wherein R^p is selected from the group consisting of –OH, $-CH_3$, $-CH_2CH_3$, i-propyl, t-butyl, $-OCH_3$, $-OCH_2CH_3$, $-OCH(CH_3)_2$, cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, -Ocyclopentyl, -Ocyclohexyl, phenyl, -Ophenyl, benzyl, -Obenzyl, -CN, $-NO_2$, $-C(O)NH_2$, $-C(O)N(CH_3)_2$, $-C(O)NH(CH_3)$, -NH(CO)H, $-NHCOCH_3$, $-NCH_3(CO)H$, $-NCH_3COCH_3$, $-NHSO_2CH_3$, $-NCH_3SO_2CH_3$, $-C(O)CH_3$, $-SOCH_3$, $-SO_2CH_3$, $-SO_2NH_2$, $-SO_2NHCH_3$, $-SO_2N(CH_3)_2$, $-SCF_3$ -F, -Cl, -Br, I, $-CF_3$, $-OCF_3$, -COOH, $-COOCH_3$, $-COOCH_2CH_3$, $-NH_2$, $-NHCH_3$, $-NHCH_2CH_3$, $-NH(CH_2CH_2CH_3)$, $-NH(CH(CH_3)CH_2CH_3)$, -NH(allyl), $-NH(CH_2(CH_3)_2)$, $-N(CH_3)_2$, $-N(CH_2CH_3)_2$, $-NCH_3(CH_2CH_2CH_3)$, $-NCH_3(CH_2CH_3)$, $-NCH_3(CH(CH_3)_2)$, pyrrolidin-2-one-1-yl, azetidinyl, piperidin-1-yl, 2- or 3-pyrrolin-1-yl, morpholin-4-yl, thiomorpholin-4-yl, piperazin-1-yl, pyrrolidin-1-yl, homopiperidin-1-yl.

6. The compound of claim 1 wherein R^p is selected from the group consisting of hydrogen, methyl, methoxy, ethoxy, chloro, fluoro, trifluoromethyl, trifluoromethoxy, t-butyl, methanesulfonyl, phenoxy, isopropyl and hydroxy.

7. The compound of claim 1 wherein R^2, optionally substituted with R^q, is selected from the group consisting of:

i) phenyl, 5-, 6-, 7-, 8-benzo-1,4-dioxanyl, 4-, 5-, 6-, 7-benzo-1,3-dioxolyl, 4-, 5-, 6-, 7-indolinyl, 4-, 5-, 6-, 7-isoindolinyl, 1,2,3,4-tetrahydro-quinolin-4, 5, 6 or 7-yl, 1,2,3,4-tetrahydro-isoquinolin-4, 5, 6 or 7-yl,

ii) 4-, 5-, 6- or 7-benzoxazolyl, 4-, 5-, 6- or 7-benzothiophenyl, 4-, 5-, 6- or 7-benzofuranyl, 4-, 5-, 6- or 7-indolyl, 4-, 5-, 6- or 7-benzthiazolyl, 4-, 5-, 6- or 7-benzimidazolyl, 4-, 5-, 6- or 7-indazolyl, imidazo[1,2-a]pyridin-5, 6, 7 or 8-yl, pyrazolo[1,5-a]pyridin-4, 5, 6 or 7-yl, 1H-pyrrolo[2,3-b]pyridin-4, 5 or 6-yl, 1H-pyrrolo[3,2-c]pyridin-4, 6 or 7-yl, 1H-pyrrolo[2,3-c]pyridin-4, 5 or 7-yl, 1H-pyrrolo[3,2-b]pyridin-5, 6 or 7-yl,

iii) 5-, 6-, 7- or 8-isoquinolinyl, 5-, 6-, 7- or 8-quinolinyl, 5-, 6-, 7- or 8-quinoxalinyl, 5-, 6-, 7- or 8-quinazolinyl,

iv) naphthyl,

v) furanyl, oxazolyl, isoxazolyl, 1,2,3-oxadiazolyl, 1,2,4-oxadiazolyl, 1,2,5-oxadiazolyl, 1,3,4-oxadiazolyl, thiophenyl, thiazolyl, isothiazolyl, pyrrolyl, imidazolyl, pyrazolyl, 1,2,3-triazolyl, 1,2,4-triazolyl, 3-indoxazinyl, 2-benzoxazolyl, 2- or 3-benzothiophenyl, 2- or 3-benzofuranyl, 2- or 3-indolyl, 2-benzthiazolyl, 2-benzimidazolyl, 3-indazolyl, and

vi) pyridinyl, pyridinyl-N-oxide, pyrazinyl, pyrimidinyl, pyridazinyl, 1-, 3- or 4-isoquinolinyl, 2-, 3- or 4-quinolinyl, 2- or 3-quinoxalinyl, 2- or 4-quinazolinyl,

8. The compound of claim 1 wherein R^2, optionally substituted with R^q, is selected from the group consisting of phenyl, naphthalenyl, pyridinyl, thiophenyl, benzothiophenyl, furanyl, benzofuranyl, indolyl, indolinyl, isoquinolinyl and quinolinyl.

9. The compound of claim 1 wherein R^2 is selected from the group consisting of 4-methyl-phenyl, 2-chloro-phenyl, 3-chloro-phenyl, 4-chloro-phenyl, 3,4-dichloro-phenyl, benzo[1,3]dioxol-5-yl, 2,3-diydro benzo[1,4]dioxin-6-yl, 4-methoxy-phenyl, phenyl, 4-phenoxy-phenyl, naphthalen-2-yl, pyridin-3-yl, 2-chloro-pyridin-3-yl, pyridin-4-ylmethyl, 4-benzyloxy-phenyl, 4-dimethylamino-phenyl, 4-bromo-3-methyl-phenyl, 3-methoxy-4-methyl-phenyl, 3-cyclopentyloxy-4-methoxy-phenyl, 4-bromo-2-chloro-phenyl, 4-bromo-phenyl, 3-dimethylamino-phenyl, 4-morpholin-1-yl-phenyl, 4-pyrrolidin-1-yl-phenyl, 4-(N-propylamino)-phenyl, 4-(N-isobutylamino)-phenyl, 4-diethylamino-phenyl, 4-(N-allylamino)-phenyl, 4-(N-isopropylamino)-phenyl, 4-(N-methyl-N-propylamino)-phenyl, 4-(N-methyl-N-isopropylamino)-phenyl, 4-(N-methyl-N-ethylamino)-phenyl, 4-amino-phenyl, 4-(N-methyl-N-propylamino)-2-chloro-phenyl, 4-(N-ethyl-N-methylamino)-2-chloro-phenyl, 4-(pyrrolidin-1-yl)-2-chloro-phenyl, 4-azetidinyl-phenyl, 4-(pyrrolidin-2-one-1-yl)-phenyl, 4-bromo-3-methyl-phenyl, 4-chloro-3-methyl-phenyl, 1-methyl-5-indolinyl, 5-indolinyl, 5-isoquinolinyl, 6-quinolinyl, benzo[1,3]diox-5-yl and 7-methoxy-benzofuran-2-yl.

9. The compound of claim 1 wherein R^q is selected from the group consisting of –OH, $-CH_3$, $-CH_2CH_3$, i-propyl, t-butyl, $-OCH_3$, $-OCH_2CH_3$, $-OCH(CH_3)_2$, cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, -Ocyclopentyl,

-Ocyclohexyl, phenyl, -Ophenyl, benzyl, -Obenzyl, -CN, $-NO_2$, $-C(O)NH_2$, $-C(O)N(CH_3)_2$, $-C(O)NH(CH_3)$, -NH(CO)H, $-NHCOCH_3$, $-NCH_3(CO)H$, $-NCH_3COCH_3$, $-NHSO_2CH_3$, $-NCH_3SO_2CH_3$, $-C(O)CH_3$, $-SOCH_3$, $-SO_2CH_3$, $-SO_2NH_2$, $-SO_2NHCH_3$, $-SO_2N(CH_3)_2$, $-SCF_3$ -F, -Cl, -Br, I, $-CF_3$, $-OCF_3$, -COOH, $-COOCH_3$, $-COOCH_2CH_3$, $-NH_2$, $-NHCH_3$, $-NHCH_2CH_3$, $-NH(CH_2CH_2CH_3)$, $-NH(CH(CH_3)CH_2CH_3)$, -NH(allyl), $-NH(CH_2(CH_3)_2)$, $-N(CH_3)_2$, $-N(CH_2CH_3)_2$, $-NCH_3(CH_2CH_2CH_3)$, $-NCH_3(CH_2CH_3)$, $-NCH_3(CH(CH_3)_2)$, pyrrolidin-2-one-1-yl, azetidinyl, piperidin-1-yl, 2- or 3-pyrrolin-1-yl, morpholin-4-yl, thiomorpholin-4-yl, piperazin-1-yl, pyrrolidin-1-yl, homopiperidin-1-yl.

10. The compound of claim 1 wherein R^q is selected from the group consisting of methyl, bromo, chloro, methoxy, cyclopentyloxy, phenoxy, benzyloxy, pyrrolidinyl, N-methyl-N-ethylamino and dimethylamino.

11. The compound of claim 1 wherein there are 0, 1 or 2 R^q substituents.

12. The compound of claim 1 wherein R^3 is selected from the group consisting of –H, -F, Cl, Br and $-CH_3$.

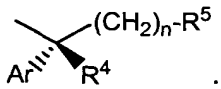
13. The compound of claim 1 wherein R^3 is H.

14. The compound of claim 1 wherein n is 0, or 1.

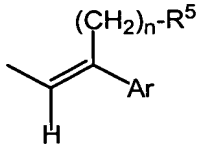
15. The compound of claim 1 wherein R^4 is selected from the group consisting of –H, -F and $-CH_3$.

16. The compound of claim 1 wherein R^4 is H.

17. The compound of claim 1 wherein the Ar attached carbon is saturated and has the configuration



18. The compound of claim 1 wherein the Ar attached carbon is unsaturated and has the configuration



19. The compound of claim 1 wherein Ar, optionally substituted with R^r, is selected from the group consisting of:

A) phenyl, 5-, 6-, 7-, 8-benzo-1,4-dioxanyl, 4-, 5-, 6-, 7-benzo-1,3-dioxolyl, 4-, 5-, 6-, 7-indolinyl, 4-, 5-, 6-, 7-isoindolinyl, 1,2,3,4-tetrahydro-quinolin-4, 5, 6 or 7-yl, 1,2,3,4-tetrahydro-isoquinolin-4, 5, 6 or 7-yl,

B) 4-, 5-, 6- or 7-benzoxazolyl, 4-, 5-, 6- or 7-benzothiophenyl, 4-, 5-, 6- or 7-benzofuranyl, 4-, 5-, 6- or 7-indolyl, 4-, 5-, 6- or 7-benzthiazolyl, 4-, 5-, 6- or 7-benzimidazolyl, 4-, 5-, 6- or 7-indazolyl, imidazo[1,2-a]pyridin-5, 6, 7 or 8-yl, pyrazolo[1,5-a]pyridin-4, 5, 6 or 7-yl, 1H-pyrrolo[2,3-b]pyridin-4, 5 or 6-yl, 1H-pyrrolo[3,2-c]pyridin-4, 6 or 7-yl, 1H-pyrrolo[2,3-c]pyridin-4, 5 or 7-yl, 1H-pyrrolo[3,2-b]pyridin-5, 6 or 7-yl,

C) 5-, 6-, 7- or 8-isoquinolinyl, 5-, 6-, 7- or 8-quinolinyl, 5-, 6-, 7- or 8-quinoxalinyl, 5-, 6-, 7- or 8-quinazolinyl,

D) naphthyl,

E) furanyl, oxazolyl, isoxazolyl, 1,2,3-oxadiazolyl, 1,2,4-oxadiazolyl, 1,2,5-oxadiazolyl, 1,3,4-oxadiazolyl, thiophenyl, thiazolyl, isothiazolyl, pyrrolyl, imidazolyl, pyrazolyl, 1,2,3-triazolyl, 1,2,4-triazolyl, 3-indoxazinyl, 2-benzoxazolyl, 2- or 3-benzothiophenyl, 2- or 3-benzofuranyl, 2- or 3-indolyl, 2-benzthiazolyl, 2-benzimidazolyl, 3-indazolyl, and

F) pyridinyl, pyridinyl-N-oxide, pyrazinyl, pyrimidinyl, pyridazinyl, 1-, 3- or 4-isoquinolinyl, 2-, 3- or 4-quinolinyl, 2- or 3-quinoxalinyl, 2- or 4-quinazolinyl.

20. The compound of claim 1 wherein Ar, optionally substituted with R^r, is selected from the group consisting of phenyl, naphthalenyl, benzofuran-3-yl, 4, 5, 6 or 7-benzothiophenyl, 4, 5, 6 or 7-benzo[1,3]dioxolyl, 8-quinolinyl, 2-indolyl, 3-indolyl and pyridinyl.

21. The compound of claim 1 wherein Ar are selected from the group consisting of phenyl, 2-methyl-phenyl, 3-methyl-phenyl, 4-methyl-phenyl, 2,5-dimethyl-phenyl, 2-trifluoromethyl-phenyl, 3-trifluoromethyl-phenyl, 2-fluoro-3-trifluoromethyl-phenyl, 2-fluoro-phenyl, 2,3-difluoro-phenyl, 2-chloro-phenyl, 3-chloro-phenyl, 4-chloro-phenyl, 2,3-dicloro-phenyl, 3,4-dichlorophenyl, 2,6-dichlorophenyl, 3-iodo-phenyl, 2-chloro-4-fluoro-phenyl, benzofuran-3-yl, 2-methoxy-phenyl, 3-methoxy-phenyl, 4-methoxy-phenyl, 2,3-dimethoxy-phenyl, 3-trifluoromethoxy-phenyl, 4-trifluoromethoxy-phenyl, 3-ethoxy-phenyl, 3-trifluoromethylsulfanyl-phenyl, naphthalen-1-yl, naphthalen-2-yl, benzo[b]thiophen-4-yl, 3-nitro-phenyl, benzo[1,3]dioxol-5-yl, pyridin-3-yl and pyridin-4-yl, 3-indolyl, 1-methyl-indol-3-yl, 4-biphenyl, 3,5-dimethyl-phenyl, 3-isopropoxy-phenyl, 3-dimethylamino-phenyl, 2-flouro-5-methyl-phenyl, 2-methyl-3-triflouromethyl-phenyl.

22. The compound of claim 1 wherein there are 0, 1 or 2 R^r substituents.

23. The compound of claim 1 wherein R^r is selected from the group consisting of –OH, $-CH_3$, $-CH_2CH_3$, -propyl, -t-butyl, $-OCH_3$, $-OCH_2CH_3$, $-OCH(CH_3)_2$, cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, -Ocyclopentyl, -Ocyclohexyl, phenyl, -Ophenyl, benzyl, -Obenzyl, -CN, $-NO_2$, $-C(O)NH_2$, $-C(O)N(CH_3)_2$, $-C(O)NH(CH_3)$, -NH(CO)H, $-NHCOCH_3$, $-NCH_3(CO)H$, $-NCH_3COCH_3$, $-NHSO_2CH_3$, $-NCH_3SO_2CH_3$, $-C(O)CH_3$, $-SOCH_3$, $-SO_2CH_3$, $-SO_2NH_2$, $-SO_2NHCH_3$, $-SO_2N(CH_3)_2$, $-SCF_3$, -F, -Cl, -Br, I, $-CF_3$, $-OCF_3$, -COOH, $-COOCH_3$, $-COOCH_2CH_3$, $-NH_2$, $-NHCH_3$, $-NHCH_2CH_3$, $-NH(CH_2CH_2CH_3)$, $-NH(CH(CH_3)CH_2CH_3)$, -NH(allyl), $-NH(CH_2(CH_3)_2)$, $-N(CH_3)_2$, $-N(CH_2CH_3)_2$, $-NCH_3(CH_2CH_2CH_3)$, $-NCH_3(CH_2CH_3)$, $-NCH_3(CH(CH_3)_2)$, pyrrolin-2-one-1-yl, azetidinyl, piperidin-1-yl, 2- or 3-pyrrolin-1-yl, morpholin-4-yl, thiomorpholin-4-yl, piperazin-1-yl, pyrrolidin-1-yl, homopiperidin-1-yl.

24. The compound of claim 1 wherein R^r is selected from the group consisting of methyl, methoxy, ethoxy, isopropoxy, dimethylamino, fluoro, chloro, iodo, trifluoromethyl, trifluoromethoxy, nitro, phenyl and trifluoromethylsulfanyl.

25. The compound of claim 1 wherein R^5 is selected from the group consisting of:

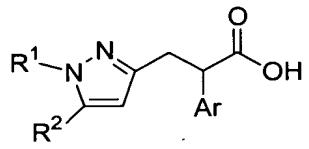
I) -COOH, -$COOCH_3$, -$COOCH_2CH_3$,

II) -$CONH(CH_3)$, -$CONH(CH_2CH_3)$, -$CONH(CH_2CH_2CH_3)$, -$CONH(CH(CH_3)_2)$, -$CONH(CH_2CH_2CH_2CH_3)$, -$CONH(CH(CH_3)CH_2CH_3)$, -$CONH(C(CH_3)_3)$, -CONH(cyclohexyl), -CONH(2-hydroxy-cyclohexyl), -$CON(CH_3)_2$, -$CONCH_3(CH_2CH_3)$, -$CONCH_3(CH_2CH_2CH_3)$, -$CONCH_3(CH(CH_3)_2)$, -$CONCH_3(CH_2CH_2CH_2CH_3)$, -$CONCH_3(CH(CH_3)CH_2CH_3)$, -$CONCH_3(C(CH_3)_3)$, -$CON(CH_2CH_3)_2$, -CO-piperidin-1-yl, -CO-morpholin-4-yl, -CO-piperazin-1-yl, -CO-imidazolidin-1-yl, -CO-pyrrolidin-1-yl, -CO-2-pyrrolin-1-yl, -CO-3-pyrrolin-1-yl, -CO-2-imidazolin-1-yl, -CO-piperidin-1-yl, and

III) -tetrazolyl, 1H-[1,2,4]triazol-5-ylsulfinyl, 1H-[1,2,4]triazol-5-ylsulfonyl,1H-[1,2,4]triazol-5-ylsulfanyl,

26. The compound of claim 1 wherein R^5 is selected from the group consisting of –COOH and tetrazol-5-yl.

27. The compound of claim 1 of the formula:



where R^2, R^1 and Ar are selected concurrently from the groups consisting of:

EX	R^2	R^1	Ar
1	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Methyl-phenyl)- [(*S*) enantiomer, Na^+ salt]
2	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Methyl-phenyl)-
3	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Methyl-phenyl)- [(*R*) enantiomer]

4	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Methyl-phenyl)- [(*S*) enantiomer, TFA salt]
5	(4-Methyl-phenyl)-	(4-Methoxy-phenyl)-	(4-Methoxy-phenyl)-
6	(4-Methyl-phenyl)-	(4-Methoxy-phenyl)-	(3-Methoxy-phenyl)-
7	(4-Methyl-phenyl)-	(4-Methoxy-phenyl)-	(3-Chloro-phenyl)-
8	(4-Methyl-phenyl)-	(4-Methoxy-phenyl)-	(4-Methyl-phenyl)-
9	(4-Methyl-phenyl)-	(4-Methoxy-phenyl)-	(4-Chloro-phenyl)-
10	(2-Chloro-phenyl)-	(4-Methoxy-phenyl)-	Naphthalen-1-yl-
11	(2-Chloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Chloro-phenyl)-
12	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	Phenyl-
13	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	(3-Methoxy-phenyl)-
15	Phenyl-	(4-Methoxy-phenyl)-	Naphthalen-2-yl-
16	(4-Phenoxy-phenyl)-	(4-Methoxy-phenyl)-	(3-Nitro-phenyl)-
17	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	Benzo[1,3]dioxol-5-yl-
18	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(2,3-Difluoro-phenyl)-
19	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(2-Trifluoromethyl-phenyl)-

20	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Ethoxy-phenyl)-
21	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	(2-Fluoro-3-trifluoromethyl-phenyl)-
22	(4-Phenoxy-phenyl)-	(4-Methoxy-phenyl)-	(4-Trifluoromethoxy-phenyl)-
23	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	(3-Trifluoromethoxy-phenyl)-
24	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	(3-Iodo-phenyl)-
25	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	(3,5-Dimethyl-phenyl)-
26	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	(3-Trifluoromethyl-sulfanyl-phenyl)-
27	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	Naphthalen-1-yl-
28	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	Naphthalen-1-yl- [(*R*) enantiomer]
29	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	Naphthalen-1-yl- [(*S*) enantiomer]
30	(4-Methoxy-phenyl)-	(4-Methoxy-phenyl)-	(3-Methoxy-phenyl)-
31	(4-Methoxy-phenyl)-	(4-Methoxy-phenyl)-	(3-Methoxy-phenyl)- [(*R*) enantiomer]
32	(4-Methoxy-phenyl)-	(4-Methoxy-phenyl)-	(3-Methoxy-phenyl)- [(*S*) enantiomer]
33	(4-Chloro-phenyl)-	(4-Methoxy-phenyl)-	Biphenyl-4-yl-

34	(4-Chloro-phenyl)-	(4-Methoxy-phenyl)-	(4-Methyl-phenyl)-
35	(4-Chloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Methyl-phenyl)-
36	(4-Chloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Methoxy-phenyl)-
37	(4-Chloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Chloro-phenyl)-
38	(4-Methyl-phenyl)-	(4-Chloro-phenyl)-	Naphthalen-1-yl-
39	(4-Methyl-phenyl)-	(3-Chloro-phenyl)-	(3-Chloro-phenyl)-
40	(4-Methyl-phenyl)-	(4-Methyl-phenyl)-	(3-Methyl-phenyl)-
41	(4-Methyl-phenyl)-	(4-Trifluoromethyl-phenyl)-	Phenyl-
42	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	(3-Methoxy-phenyl)-
43	(4-Methyl-phenyl)-	Benzyl-	(2-Chloro-phenyl)-
44	(4-Methyl-phenyl)-	Benzyl-	(3-Trifluoromethyl-phenyl)-
45	(4-Methyl-phenyl)-	Benzyl-	Naphthalen-2-yl-
46	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	(2,3-Dichloro-phenyl)-
142	(4-Methyl-phenyl)-	(4-Methoxy-phenyl)-	(2-Methyl-phenyl)-
143	(4-Methyl-phenyl)-	(4-Methoxy-phenyl)-	(2-Fluoro-phenyl)-

144	(4-Methyl-phenyl)-	(4-Methoxy-phenyl)-	(2,6-Dichloro-phenyl)-
145	(4-Methyl-phenyl)-	(4-Methoxy-phenyl)-	(3-Methoxy-phenyl)-
146	(4-Methyl-phenyl)-	(4-Methoxy-phenyl)-	(2,3-Dimethoxy-phenyl)-
147	(4-Methyl-phenyl)-	(4-Methoxy-phenyl)-	(2-Chloro-phenyl)-
148	(4-Methyl-phenyl)-	(4-Methoxy-phenyl)-	(3-Methyl-phenyl)-
149	(4-Methyl-phenyl)-	(4-Methoxy-phenyl)-	(3,4-Dichloro-phenyl)-
150	(4-Methyl-phenyl)-	(4-Methoxy-phenyl)-	Phenyl-
151	(4-Methyl-phenyl)-	(4-Methoxy-phenyl)-	Naphthalen-1-yl- [(*R*) enantiomer]
152	(4-Methyl-phenyl)-	(4-Methoxy-phenyl)-	Naphthalen-1-yl- [(*S*) enantiomer]
153	(4-Methyl-phenyl)-	(4-Methoxy-phenyl)-	Benzo[b]thiophen-4-yl-
154	(4-Methyl-phenyl)-	(4-Chloro-phenyl)-	(3-Chloro-phenyl)-
155	(4-Methyl-phenyl)-	(4-Chloro-phenyl)-	(3-Methyl-phenyl)-
156	(4-Methyl-phenyl)-	(4-Chloro-phenyl)-	Phenyl-
157	(4-Methyl-phenyl)-	(4-Chloro-phenyl)-	(3-Methoxy-phenyl)-
158	(4-Methyl-phenyl)-	(4-Chloro-phenyl)-	(2-Chloro-phenyl)-

159	(4-Methyl-phenyl)-	(4-Chloro-phenyl)-	(3-Trifluoromethyl-phenyl)-
160	(4-Methyl-phenyl)-	(4-Chloro-phenyl)-	Naphthalen-2-yl-
161	(4-Methyl-phenyl)-	(3-Chloro-phenyl)-	Naphthalen-1-yl-
162	(4-Methyl-phenyl)-	(3-Chloro-phenyl)-	Phenyl-
163	(4-Methyl-phenyl)-	(3-Chloro-phenyl)-	(3-Methoxy-phenyl)-
164	(4-Methyl-phenyl)-	(3-Chloro-phenyl)-	(2-Chloro-phenyl)-
165	(4-Methyl-phenyl)-	(3-Chloro-phenyl)-	(3-Trifluoromethyl-phenyl)-
166	(4-Methyl-phenyl)-	(3-Chloro-phenyl)-	Naphthalen-2-yl-
167	(4-Methyl-phenyl)-	(4-Methyl-phenyl)-	Naphthalen-1-yl-
168	(4-Methyl-phenyl)-	(4-Methyl-phenyl)-	(3-Chloro-phenyl)-
169	(4-Methyl-phenyl)-	(4-Methyl-phenyl)-	Phenyl-
170	(4-Methyl-phenyl)-	(4-Methyl-phenyl)-	(3-Methoxy-phenyl)-
171	(4-Methyl-phenyl)-	(4-Methyl-phenyl)-	(2-Chloro-phenyl)-
172	(4-Methyl-phenyl)-	(4-Methyl-phenyl)-	(3-Trifluoromethyl-phenyl)-
173	(4-Methyl-phenyl)-	(4-Methyl-phenyl)-	Naphthalen-2-yl-

174	(4-Methyl-phenyl)-	(4-Trifluoromethyl-phenyl)-	Naphthalen-1-yl-
175	(4-Methyl-phenyl)-	(4-Trifluoromethyl-phenyl)-	(3-Chloro-phenyl)-
176	(4-Methyl-phenyl)-	(4-Trifluoromethyl-phenyl)-	(3-Methyl-phenyl)-
177	(4-Methyl-phenyl)-	(4-Trifluoromethyl-phenyl)-	(3-Methoxy-phenyl)-
178	(4-Methyl-phenyl)-	(4-Trifluoromethyl-phenyl)-	(2-Chloro-phenyl)-
179	(4-Methyl-phenyl)-	(4-Trifluoromethyl-phenyl)-	(3-Trifluoromethyl-phenyl)-
180	(4-Methyl-phenyl)-	(4-Trifluoromethyl-phenyl)-	Naphthalen-2-yl-
181	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	Naphthalen-1-yl-
182	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	(3-Chloro-phenyl)-
183	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	(3-Methyl-phenyl)-
184	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	Phenyl-
185	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	(2-Chloro-phenyl)-
186	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	(3-Trifluoromethyl-phenyl)-

187	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	Naphthalen-2-yl-
188	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	(3-Nitro-phenyl)-
189	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	Benzo[1,3]dioxol-5-yl-
190	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	Benzo[b]thiophen-4-yl-
191	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	(2,3-Difluoro-phenyl)-
192	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	(2-Trifluoromethyl-phenyl)-
193	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	(4-Trifluoromethoxy-phenyl)-
194	(4-Methyl-phenyl)-	(3,4-Dichloro-phenyl)-	(3-Trifluoromethoxy-phenyl)-
195	(4-Methyl-phenyl)-	Benzyl-	Naphthalen-1-yl-
196	(4-Methyl-phenyl)-	Benzyl-	(3-Chloro-phenyl)-
197	(4-Methyl-phenyl)-	Benzyl-	(3-Methyl-phenyl)-
198	(4-Methyl-phenyl)-	Benzyl-	Phenyl-
199	(4-Methyl-phenyl)-	Benzyl-	(3-Methoxy-phenyl)-
200	(4-Chloro-phenyl)-	(4-Methoxy-phenyl)-	(2-Chloro-4-fluoro-phenyl)-
201	(4-Chloro-phenyl)-	(4-Methoxy-phenyl)-	(2-Chloro-phenyl)-

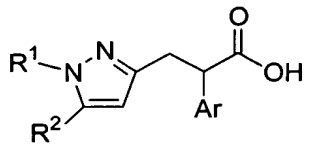
202	(4-Chloro-phenyl)-	(4-Methoxy-phenyl)-	(2,6-Dichloro-phenyl)-
203	(4-Chloro-phenyl)-	(4-Methoxy-phenyl)-	(2-Methoxy-phenyl)-
204	(4-Chloro-phenyl)-	(4-Methoxy-phenyl)-	Phenyl-
205	(4-Chloro-phenyl)-	(4-Methoxy-phenyl)-	(2-Methyl-phenyl)-
206	(4-Chloro-phenyl)-	(4-Methoxy-phenyl)-	(2-Fluoro-phenyl)-
207	(4-Chloro-phenyl)-	(4-Methoxy-phenyl)-	Naphthalen-1-yl-
208	(4-Chloro-phenyl)-	(4-Methoxy-phenyl)-	Pyridin-3-yl-
209	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Chloro-phenyl)-
210	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	Naphthalen-1-yl-
211	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Methoxy-phenyl)-
212	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	Naphthalen-2-yl-
213	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Nitro-phenyl)-
214	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	Benzo[1,3]dioxol-5-yl-
215	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(2-Fluoro-3-trifluoromethyl-phenyl)-
216	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(4-Trifluoromethoxy-phenyl)-

217	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Iodo-phenyl)-
218	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3,5-Dimethyl-phenyl)-
219	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(2,3-Dichloro-phenyl)-
220	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	(3-Methyl-phenyl)-
221	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	(3-Chloro-phenyl)-
222	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	Phenyl-
223	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	Naphthalen-2-yl-
224	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	(3-Nitro-phenyl)-
225	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	(2,3-Difluoro-phenyl)-
226	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	(2-Trifluoromethyl-phenyl)-
227	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	(3-Ethoxy-phenyl)-
228	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	(2-Fluoro-3-trifluoromethyl-phenyl)-
229	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	(4-Trifluoromethoxy-phenyl)-
230	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	(3-Trifluoromethyl-sulfanyl-phenyl)-
231	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	(3-Iodo-phenyl)-

232	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	(3,5-Dimethyl-phenyl)-
233	Benzo[1,3]dioxol-5-yl-	(4-Methoxy-phenyl)-	(2,3-Dichloro-phenyl)-
234	(4-Methoxy-phenyl)-	(4-Methoxy-phenyl)-	(3-Methyl-phenyl)-
235	(4-Methoxy-phenyl)-	(4-Methoxy-phenyl)-	(3-Chloro-phenyl)-
236	(4-Methoxy-phenyl)-	(4-Methoxy-phenyl)-	Naphthalen-1-yl-
237	(4-Methoxy-phenyl)-	(4-Methoxy-phenyl)-	Naphthalen-2-yl-
238	Phenyl-	(4-Methoxy-phenyl)-	(3-Chloro-phenyl)-
239	Phenyl-	(4-Methoxy-phenyl)-	Naphthalen-1-yl-
240	Phenyl-	(4-Methoxy-phenyl)-	(3-Methoxy-phenyl)-
241	Phenyl-	(4-Methoxy-phenyl)-	Phenyl-
242	(2-Chloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Methoxy-phenyl)-
243	(2-Chloro-phenyl)-	(4-Methoxy-phenyl)-	Phenyl-
244	(2-Chloro-phenyl)-	(4-Methoxy-phenyl)-	Naphthalen-2-yl-
245	(4-Phenoxy-phenyl)-	(4-Methoxy-phenyl)-	(3-Methyl-phenyl)-
246	(4-Phenoxy-phenyl)-	(4-Methoxy-phenyl)-	(3-Chloro-phenyl)-

247	(4-Phenoxy-phenyl)-	(4-Methoxy-phenyl)-	Naphthalen-1-yl-
248	(4-Phenoxy-phenyl)-	(4-Methoxy-phenyl)-	(3-Methoxy-phenyl)-
249	(4-Phenoxy-phenyl)-	(4-Methoxy-phenyl)-	Phenyl-
250	(4-Phenoxy-phenyl)-	(4-Methoxy-phenyl)-	Naphthalen-2-yl-
251	(4-Phenoxy-phenyl)-	(4-Methoxy-phenyl)-	Benzo[1,3]dioxol-5-yl-
252	(4-Phenoxy-phenyl)-	(4-Methoxy-phenyl)-	(2,3-Difluoro-phenyl)-
253	(4-Phenoxy-phenyl)-	(4-Methoxy-phenyl)-	(2-Trifluoromethyl-phenyl)-
254	(4-Phenoxy-phenyl)-	(4-Methoxy-phenyl)-	(3-Ethoxy-phenyl)-
255	(4-Phenoxy-phenyl)-	(4-Methoxy-phenyl)-	(2-Fluoro-3-trifluoromethyl-phenyl)-
256	(4-Phenoxy-phenyl)-	(4-Methoxy-phenyl)-	(3-Trifluoromethoxy-phenyl)-
257	(4-Phenoxy-phenyl)-	(4-Methoxy-phenyl)-	(3-Trifluoromethyl-sulfanyl-phenyl)-
258	(4-Phenoxy-phenyl)-	(4-Methoxy-phenyl)-	(3-Iodo-phenyl)-
259	(4-Phenoxy-phenyl)-	(4-Methoxy-phenyl)-	(3,5-Dimethyl-phenyl)-
260	(4-Phenoxy-phenyl)-	(4-Methoxy-phenyl)-	(2,3-Dichloro-phenyl)-

28. The compound of claim 1 of the formula:

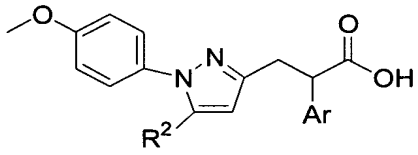


where R^2, R^1 and Ar are selected concurrently from the groups consisting of:

EX	R^2	R^1	Ar
77	(4-Bromo-phenyl)-	(4-Methyl-phenyl)-	(3-Methyl-phenyl)-
85	(4-Bromo-2-chloro-phenyl)-	(4-Methyl-phenyl)-	(3-Methyl-phenyl)-
106	Quinolin-6-yl-	(4-Methyl-phenyl)-	(3-Methyl-phenyl)-
126	(3,4-Dichloro-phenyl)-	(4-Ethoxy-phenyl)-	(3-Chloro-phenyl)-
127	Naphthalen-2-yl-	(2,5-Dichloro-phenyl)-	(3-Chloro-phenyl)-
128	Naphthalen-2-yl-	(4-Ethoxy-phenyl)-	(3-Chloro-phenyl)-
319	Benzo[1,3]dioxol-5-yl-	(4-Methyl-phenyl)-	(3-Methyl-phenyl)-
320	(4-Chloro-phenyl)-	(4-Methoxy-phenyl)-	3-Isopropoxy-
321	Naphthalen-2-yl-	Benzyl-	(3-Methyl-phenyl)-
322	Benzo[1,3]dioxol-5-yl-	Benzyl	(3-Methyl-phenyl)-
323	(3,4-Dichloro-phenyl)-	(2,4-Dichloro-phenyl)-	(2,5-Dimethyl-phenyl)-
324	(3,4-Dichloro-phenyl)-	(2,4-Dichloro-phenyl)-	(3-Chloro-phenyl)-

325	(3,4-Dichloro-phenyl)-	(2,4-Dichloro-phenyl)-	(3-Isoproxy-phenyl)-
326	(3,4-Dichloro-phenyl)-	(2,4-Dichloro-phenyl)-	(2-Fluoro-5-methyl-phenyl)-
327	(3,4-Dichloro-phenyl)-	(2,4-Dichloro-phenyl)-	(2-Methyl-3-trifluoromethyl-phenyl)-
328	(3,4-Dichloro-phenyl)-	(4-Hydroxy-phenyl)-	(3-Methyl-phenyl)- [(*S*) enantiomer]
329	(3,4-Dichloro-phenyl)-	(4-Ethoxy-phenyl)-	(3-Methyl-phenyl)-
330	Naphthalen-2-yl-	(4-Ethoxy-phenyl)-	(3-Chloro-phenyl)-
331	(3,4-Dichloro-phenyl)-	(4-Ethoxy-phenyl)-	(3-Chloro-phenyl)-
332	(3,4-Dichloro-phenyl)-	(2,5-Dichloro-phenyl)-	(3-Chloro-phenyl)-
333	(4-Chloro-phenyl)-	(4-Methoxy-phenyl)-	(4-Chloro-phenyl)-
334	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Trifluoromethylsulfanyl-phenyl)-

29. The compound of claim 1 of the formula:

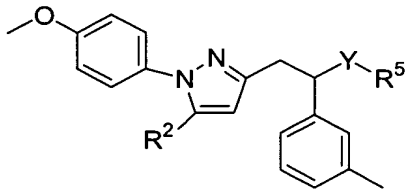


where R^2 and Ar are selected concurrently from the groups consisting of:

EX	R^2	Ar
14	(4-Methoxy-phenyl)-	Benzofuran-3-yl-

71	(4-Methyl-phenyl)-	(1*H*-indol-3-yl)-
72	(4-Methyl-phenyl)-	(1-Methyl-1*H*-indol-3-yl)-
261	(3,4-Dichloro-phenyl)-	Benzofuran-3-yl-
262	Benzo[1,3]dioxol-5-yl-	Benzofuran-3-yl-
263	Phenyl-	Benzofuran-3-yl-
264	(2-Chloro-phenyl)-	Benzofuran-3-yl-
265	(4-Phenoxy-phenyl)-	Benzofuran-3-yl-

30. The compound of claim 1 of the formula:

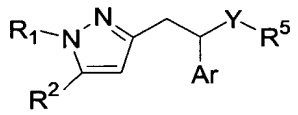


where R^2 and R^5-Y- are selected concurrently from the groups consisting of:

EX	R^2	R^5-Y-
64	(4-Methyl-phenyl)-	(2-Hydroxy-cyclohexyl-carbamoyl)-
65	(4-Methyl-phenyl)-	Carbamoyl-
66	(4-Methyl-phenyl)-	(Dimethyl-carbamoyl)-
67	(4-Methyl-phenyl)-	(Methyl-carbamoyl)-

68	(4-Methyl-phenyl)-	(4-Methyl-piperazine-1-carbonyl)-

31. The compound of claim 1 of the formula:

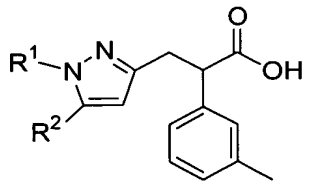


where R^2 and R^5-Y- are selected concurrently from the groups consisting of:

EX	R^2	R^1	Ar	R^5-Y-
74	(4-Methyl-phenyl)-	(4-Methoxy-phenyl)-	(3-Methyl-phenyl)-	(1*H*-Tetrazol-5-yl)-
129	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Methyl-phenyl)-	(1*H*-Tetrazol-5-yl)- [(*S*) enantiomer]
130	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Methyl-phenyl)-	(1*H*-Tetrazol-5-yl)- [racemic]
131	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Methyl-phenyl)-	(1*H*-Tetrazol-5-yl)- [(*R*) enantiomer]
132	Benzo[1,3]dioxol-5-yl-	(2,5-Dichloro-phenyl)-	(3-chloro-phenyl)-	(1*H*-Tetrazol-5-yl)-
135	3,4-Dichloro-phenyl-	(4-Methoxy-phenyl)-	(3-Methyl-phenyl)-	(2*H*-[1,2,4]Triazol-3-ylsulfanylmethyl)-
136	(4-Methyl-phenyl)-	(4-Methyl-phenyl)-	(3-Methyl-phenyl)-	(2*H*-[1,2,4]Triazole-3-sulfinylmethyl)-
137	(4-Methyl-phenyl)-	(4-Methyl-phenyl)-	(3-Methyl-phenyl)-	(2*H*-[1,2,4]Triazole-3-sulfonylmethyl)-

138	3,4-Dichloro-phenyl-	(4-Methoxy-phenyl)-	(3-Methyl-phenyl)-	(2*H*-[1,2,4]Triazole-3-sulfonylmethyl)-[(*S*) enantiomer]
335	(4-Methyl-phenyl)-	(4-Methyl-phenyl)-	(3-Methyl-phenyl)-	(2*H*-[1,2,4]Triazol-3-ylsulfanylmethyl)-

32. The compound of claim 1 of the formula:



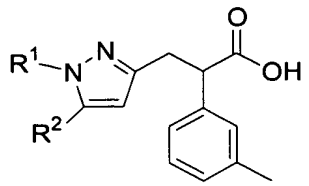
where R^2 and R^1 are selected concurrently from the groups consisting of:

EX	R^2	R^1
53	(4-Phenoxy-phenyl)-	(4-*tert*-Butyl-phenyl)-
54	(3,4-Dichloro-phenyl)-	(4-Methanesulfonyl-phenyl)-
55	Benzo[1,3]dioxol-5-yl-	(2-Chloro-phenyl)-
57	(3-Chloro-phenyl)-	(2,4-Dichloro-phenyl)-
58	(4-Benzyloxy-phenyl)-	(4-Trifluoromethoxy-phenyl)-
59	(4-Dimethylamino-phenyl)-	(4-Methyl-phenyl)-
60	(3-Methoxy-4-methyl-phenyl)-	(4-Methyl-phenyl)-
61	(3-Cyclopentyloxy-4-methoxy-phenyl)-	(4-Methyl-phenyl)-

62	(4-Bromo-3-methyl-phenyl)-	(4-Phenoxy-phenyl)-
266	Naphthalen-2-yl-	(2,4-Dichloro-phenyl)-
267	Naphthalen-2-yl-	(2-Chloro-phenyl)-
268	Naphthalen-2-yl-	(4-Methanesulfonyl-phenyl)-
269	Naphthalen-2-yl-	(4-*tert*-Butyl-phenyl)-
270	Naphthalen-2-yl-	(4-Trifluoromethoxy-phenyl)-
271	Naphthalen-2-yl-	(4-Methyl-phenyl)-
272	Naphthalen-2-yl-	(4-Phenoxy-phenyl)-
273	(3,4-Dichloro-phenyl)-	(2,4-Dichloro-phenyl)-
274	(3,4-Dichloro-phenyl)-	(2-Chloro-phenyl)-
275	(3,4-Dichloro-phenyl)-	(4-*tert*-Butyl-phenyl)-
276	Benzo[1,3]dioxol-5-yl-	(2,4-Dichloro-phenyl)-
277	Benzo[1,3]dioxol-5-yl-	(4-Methanesulfonyl-phenyl)-
278	Benzo[1,3]dioxol-5-yl-	(4-*tert*-Butyl-phenyl)-
279	(3-Chloro-phenyl)-	(2-Chloro-phenyl)-

280	(3-Chloro-phenyl)-	(4-Methanesulfonyl-phenyl)-
281	(3-Chloro-phenyl)-	(4-*tert*-Butyl-phenyl)-
282	(4-Phenoxy-phenyl)-	(2,4-Dichloro-phenyl)-
283	(4-Phenoxy-phenyl)-	(2-Chloro-phenyl)-
284	(4-Phenoxy-phenyl)-	(4-Methanesulfonyl-phenyl)-
285	(4-Benzyloxy-phenyl)-	(4-Methyl-phenyl)-
286	(4-Benzyloxy-phenyl)-	(4-Phenoxy-phenyl)-
287	(4-Dimethylamino-phenyl)-	(4-Trifluoromethoxy-phenyl)-
288	(4-Dimethylamino-phenyl)-	(4-Phenoxy-phenyl)-
289	(4-Bromo-3-methyl-phenyl)-	(4-Methyl-phenyl)-
290	(3-Methoxy-4-methyl-phenyl)-	(4-Trifluoromethoxy-phenyl)-
291	(3-Methoxy-4-methyl-phenyl)-	(4-Phenoxy-phenyl)-
292	(3-Cyclopentyloxy-4-methoxy-phenyl)-	(4-Trifluoromethoxy-phenyl)-
293	(3-Cyclopentyloxy-4-methoxy-phenyl)-	(4-Phenoxy-phenyl)-
294	(4-Chloro-3-methyl-phenyl)-	(4-Isopropyl-phenyl)-

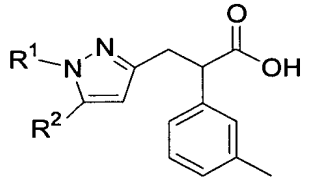
33. The compound of claim 1 of the formula:



where R^2 and R^1 are selected concurrently from the groups consisting of:

EX	R^2	R^1
52	Naphthalen-2-yl-	Pyridin-2-yl-
56	Pyridin-3-yl-	(2,4-Dichloro-phenyl)-
295	(3,4-Dichloro-phenyl)-	Pyridin-2-yl-
296	Benzo[1,3]dioxol-5-yl-	Pyridin-2-yl-
297	(3-Chloro-phenyl)-	Pyridin-2-yl-
298	(4-Phenoxy-phenyl)-	Pyridin-2-yl-
299	Pyridin-3-yl-	(4-*tert*-Butyl-phenyl)-

34. The compound of claim 1 of the formula:

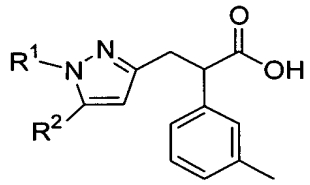


where R^2 and R^1 are selected concurrently from the groups consisting of:

EX	R^2	R^1
78	(4-Dimethylamino-phenyl)-	Pyridin-2-yl-

80	Naphthalen-2-yl-	(5-Trifluoromethyl-pyridin-2-yl)-
81	(2-Chloro-pyridin-3-yl)-	(2,4-Dichloro-phenyl)-
89	Naphthalen-2-yl-	Pyridin-4-ylmethyl-
92	Naphthalen-2-yl-	Pyridin-2-yl- [(*S*) enantiomer]
93	Naphthalen-2-yl-	Pyridin-2-yl- [(*R*) enantiomer]
105	Naphthalen-2-yl-	(1-Oxy-pyridin-2-yl)-
337	(3,4-Dichloro-phenyl)-	(5-Trifluoromethyl-pyridin-2-yl)-

35. The compound of claim 1 of the formula:

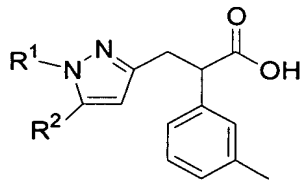


where R^2 and R^1 are selected concurrently from the groups consisting of:

EX	R^2	R^1
47	Naphthalen-2-yl-	H-
49	(3,4-Dichloro-phenyl)-	Methyl
51	Naphthalen-2-yl-	Cyclohexyl-
300	(3,4-Dichloro-phenyl)-	Cyclohexyl-

301	Benzo[1,3]dioxol-5-yl-	Cyclohexyl-
302	(3-Chloro-phenyl)-	H-
303	(3-Chloro-phenyl)-	Methyl
304	(3-Chloro-phenyl)-	Cyclohexyl-
305	(4-Phenoxy-phenyl)-	H-
306	(4-Phenoxy-phenyl)-	Cyclohexyl-
307	(4-Dimethylamino-phenyl)-	Cyclohexyl-
308	(4-Bromo-3-methyl-phenyl)-	Cyclohexyl-
309	(3-Cyclopentyloxy-4-methoxy-phenyl)-	Cyclohexyl-
338	(3,4-Dichloro-phenyl)-	H-

36. The compound of claim 1 of the formula:

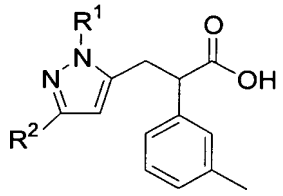


where R^2 and R^1 are selected concurrently from the groups consisting of:

EX	R^2	R^1
63	(7-Methoxy-benzofuran-2-yl)-	(4-Phenoxy-phenyl)-

310	(7-Methoxy-benzofuran-2-yl)-	(4-Trifluoromethoxy-phenyl)-
311	(7-Methoxy-benzofuran-2-yl)-	(4-Methyl-phenyl)-
312	(7-Methoxy-benzofuran-2-yl)-	Cyclohexyl-

37. The compound of claim 1 of the formula:

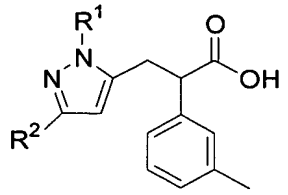


where R^2 and R^1 are selected concurrently from the groups consisting of:

EX	R^2	R^1
48	(3,4-Dichloro-phenyl)-	Methyl
50	Naphthalen-2-yl-	Cyclohexyl-
313	(4-Bromo-3-methyl-phenyl)-	Cyclohexyl-
314	(3,4-Dichloro-phenyl)-	Cyclohexyl-
315	Benzo[1,3]dioxol-5-yl-	Cyclohexyl-
316	(3-Chloro-phenyl)-	Methyl
317	(3-Chloro-phenyl)-	Cyclohexyl-
318	(4-Phenoxy-phenyl)-	Cyclohexyl-

5

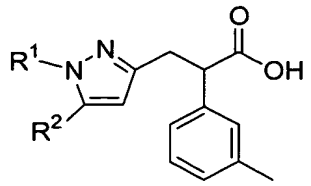
38. The compound of claim 1 of the formula:



where R^2 and R^1 are selected concurrently from the groups consisting of:

EX	R^2	R^1
79	Naphthalen-1-yl	Pyridin-2-yl
82	Benzo[1,3]dioxol-5-yl-	Cyclohexylmethyl-
83	Naphthalen-2-yl-	Benzyl-
84	(4-Dimethylamino-phenyl)-	Benzyl-
88	Naphthalen-2-yl-	Pyridin-4-ylmethyl-
90	(3-Dimethylamino-phenyl)-	(4-Methyl-phenyl)-
339	(4-Dimethylamino-phenyl)-	(4-Methanesulfonyl-phenyl)-
340	Benzo[1,3]dioxol-5-yl-	Benzyl-
341	(3-Dimethylamino-phenyl)-	(2,5-Dimethyl-phenyl)-
342	(3-Dimethylamino-phenyl)-	(4-Methoxy-phenyl)-

39. The compound of claim 1 of the formula:



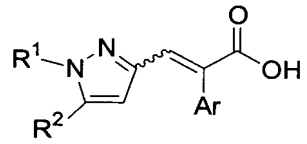
where R^2 and R^1 are selected concurrently from the groups consisting of:

EX	R^2	R^1
86	(4-Dimethylamino-phenyl)-	(4-Methyl-phenyl)-
87	(1-Methyl-2,3-dihydro-1*H*-indol-5-yl)-	(4-Methyl-phenyl)-
91	(3-Dimethylamino-phenyl)-	(4-Methyl-phenyl)-
94	(4-Allylamino-phenyl)-	(4-Methyl-phenyl)-
95	(2-Chloro-4-pyrrolidin-1-yl-phenyl)-	(4-Methyl-phenyl)-
96	(4-Diethylamino-phenyl)-	(4-Methyl-phenyl)-
97	(4-Isobutylamino-phenyl)-	(4-Methyl-phenyl)-
98	(4-Morpholin-4-yl-phenyl)-	(4-Methyl-phenyl)-
99	[2-Chloro-4-(ethyl-methyl-amino)-phenyl]-	(4-Methyl-phenyl)-
100	[4-(Ethyl-methyl-amino)-phenyl]-	(4-Methyl-phenyl)-
101	[4-(Isopropyl-methyl-amino)-phenyl]-	(4-Methyl-phenyl)-
102	(4-Acetylamino-phenyl)-	(4-Methyl-phenyl)-

103	[4-(Formyl-methyl-amino)-phenyl]-	(4-Methyl-phenyl)-
104	[4-(2-Oxo-pyrrolidin-1-yl)-phenyl]-	(4-Methyl-phenyl)-
107	(4-Amino-phenyl)-	(4-Methyl-phenyl)-
344	(4-Dimethylamino-phenyl)-	Cyclohexylmethyl-
345	(4-Dimethylamino-phenyl)-	Pyridin-4-ylmethyl-
346	(4-Dimethylamino-phenyl)-	Benzyl-
347	(3-Dimethylamino-phenyl)-	(2,5-Dimethyl-phenyl)-
348	(3-Dimethylamino-phenyl)-	(4-Methoxy-phenyl)-
349	(4-Piperidin-1-yl-phenyl)-	(4-Methyl-phenyl)-
350	[4-(Methyl-propyl-amino)-phenyl]-	(4-Methyl-phenyl)-
351	(4-Isopropylamino-phenyl)-	(4-Methyl-phenyl)-
352	(4-Pyrrolidin-1-yl-phenyl)-	(4-Methyl-phenyl)-
353	(4-Propylamino-phenyl)-	(4-Methyl-phenyl)-
354	[2-Chloro-4-(methyl-propyl-amino)-phenyl]-	(4-Methyl-phenyl)-
355	(4-Azetidin-1-yl-phenyl)-	(4-Methyl-phenyl)-

356	[4-(Acetyl-methyl-amino)-phenyl]-	(4-Methyl-phenyl)-	

40. The compound of claim 1 of the formula:



where R^2, R^1 and Ar are selected concurrently from the groups consisting of:

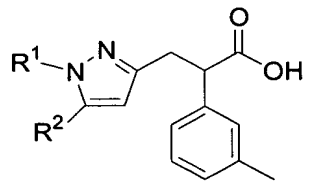
EX	R^2	R^1	Ar
75	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Methyl-phenyl)- [(*E*) stereoisomer]
108	(3,4-Dichloro-phenyl)-	(4-Ethoxy-phenyl)-	(3-Chloro-phenyl)- [(*Z*) stereoisomer]
109	(3,4-Dichloro-phenyl)-	(4-Ethoxy-phenyl)-	(3-Chloro-phenyl)- [(*E*) stereoisomer]
110	(3,4-Dichloro-phenyl)-	Pyridin-2-yl-	(3-Chloro-phenyl)- [(*Z*) stereoisomer]
111	(3,4-Dichloro-phenyl)-	(2,5-Dichloro-phenyl)-	(3-Chloro-phenyl)- [(*Z*) stereoisomer]
112	Naphthalen-2-yl-	(2,5-Dichloro-phenyl)-	(3-Chloro-phenyl)- [(*Z*) stereoisomer]
113	Naphthalen-2-yl-	(4-ethoxy-phenyl)-	(3-Chloro-phenyl)- [(*Z*) stereoisomer]
114	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	Phenyl- [(*Z*) stereoisomer]
115	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Chloro-phenyl)- [(*Z*) stereoisomer]
116	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(4-Chloro-phenyl)- [(*Z*) stereoisomer]

117	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(4-Methoxy-phenyl)- [(*Z*) stereoisomer]
118	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3,4-Dichloro-phenyl)- [(*Z*) stereoisomer]
119	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(4-Methyl-phenyl)- [(*Z*) stereoisomer]
120	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Methyl-phenyl)- [(*Z*) stereoisomer]
121	Benzo[1,3]dioxol-5-yl-	(4-Ethoxy-phenyl)-	(3-Chloro-phenyl)- [(*Z*) stereoisomer]
122	Benzo[1,3]dioxol-5-yl-	(2,5-Dichloro-phenyl)-	(3-Chloro-phenyl)- [(*Z*) stereoisomer]
123	Benzo[1,3]dioxol-5-yl-	(2,5-Dichloro-phenyl)-	(3-Chloro-phenyl)- [(*E*) stereoisomer]
124	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3,4-Dichloro-phenyl)- [(*E*) stereoisomer]
125	Benzo[1,3]dioxol-5-yl-	(4-Ethoxy-phenyl)-	(3-Chloro-phenyl)- [(*E*) stereoisomer]
357	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	Phenyl- [(*E*) stereoisomer]
358	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Chloro-phenyl)- [(*E*) stereoisomer]
359	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(4-Chloro-phenyl)- [(*E*) stereoisomer]
360	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(4-Methoxy-phenyl)- [(*E*) stereoisomer]
361	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3,4-Dichloro-phenyl)- [(*E*) stereoisomer]
362	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(3-Methyl-phenyl)- [(*E*) stereoisomer]

363	(3,4-Dichloro-phenyl)-	(4-Methoxy-phenyl)-	(4-Methyl-phenyl)- [(*E*) stereoisomer]
364	Benzo[1,3]dioxol-5-yl-	(4-Ethoxy-phenyl)-	(3-Chloro-phenyl)- [(*E*) stereoisomer]

41. The compound of claim 1 selected from the group consisting of:
3-[5-(3,4-Dichloro-phenyl)-1-(4-methoxy-phenyl)-1*H*-pyrazol-3-yl]-2-methyl-2-*m*-tolyl-propionic acid;
3-[5-(3,4-Dichloro-phenyl)-1-(4-methoxy-phenyl-1*H*-pyrazol-3-yl]-2-fluoro-2-*m*-tolyl-propionic acid;
3-[5-(3,4-Dichloro-phenyl)-1-(2,4-dichloro-phenyl)-1*H*-pyrazol-3-yl]-2-(3-dimethylamino-phenyl)-propionic acid;
3-[5-(3,4-Dichloro-phenyl)-1-(2,4-dichloro-phenyl)-1*H*-pyrazol-3-yl]-2-quinolin-8-yl-propionic acid;
4-(1,5-Di-*p*-tolyl-1*H*-pyrazol-3-yl)-3-*m*-tolyl-butyric acid;
5-[5-(3,4-Dichloro-phenyl)-1-(4-methoxy-phenyl)-1*H*-pyrazol-3-yl]-4-*m*-tolyl-pentanoic acid;
5-{2-[5-(3,4-Dichloro-phenyl)-2-(4-methoxy-phenyl)-2H-pyrazol-3-yl]-1-m-tolyl-ethyl}-1H-tetrazole; and
3-[2-(4-Methoxy-phenyl)-5-p-tolyl-2H-pyrazol-3-yl]-2-naphthalen-1-yl-propionic acid.

42. The compound of claim 1 of the formula:

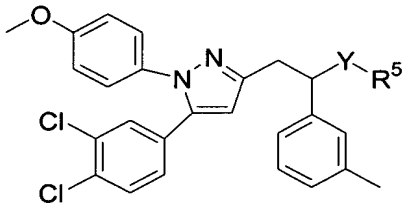


where R^2 and R^1 are selected concurrently from the groups consisting of:

EX	R^2	R^1
365	Naphthalen-2-yl-	Pyridin-3-yl-

366	Naphthalen-2-yl-	Pyridin-4-yl-
367	Naphthalen-2-yl-	(6-Methyl-pyridin-2-yl)-
368	Naphthalen-2-yl-	(3-Methoxy-pyridin-2-yl)-
369	Naphthalen-2-yl-	(5-Methoxy-pyridin-2-yl)-
370	Naphthalen-2-yl-	(6-Methoxy-pyridin-3-yl)-
371	Naphthalen-2-yl-	(4-Ethoxy-pyridin-2-yl)-
372	Naphthalen-2-yl-	(4-Dimethylamino-phenyl)-
373	Naphthalen-2-yl-	(5-Dimethylamino-2-methoxy-phenyl)-
374	(3,5-Bis-dimethylamino-phenyl)-	(4-Methyl-phenyl)-
375	(3-Dimethylamino-4-methoxy-phenyl)-	(4-Methyl-phenyl)-

43. The compound of claim 1 of the formula:

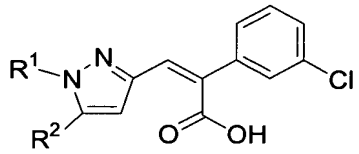


where R^5-Y- is selected from the groups consisting of:

Table 12

EX	R^5-Y-
376	(5-Oxo-4,5-dihydro-1*H*-[1,2,4]triazol-3-ylsulfanyl)-methyl-
377	(3*H*-[1,2,3]Triazol-4-ylsulfanyl)-methyl-
378	(2*H*-[1,2,4]Triazole-3-sulfinyl)-methyl-

44. The compound of claim 1 of the formula:



where R^2 and R^1 of such (*Z*) stereoisomeric compounds are selected concurrently from the groups consisting of:

Table 13

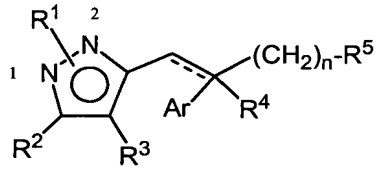
EX	R^2	R^1
379	(4-Dimethylamino-phenyl)-	(4-Dimethylamino-phenyl)-
380	(4-Dimethylamino-phenyl)-	Naphthalen-2-yl-
381	(4-Dimethylamino-phenyl)-	(4-Chloro-phenyl)-
382	(4-Dimethylamino-phenyl)-	Phenyl-
383	(4-Dimethylamino-phenyl)-	Benzo[1,3]dioxol-5-yl-
384	Naphthalen-2-yl-	(4-Dimethylamino-phenyl)-

385	Naphthalen-2-yl-	Naphthalen-2-yl-
386	Naphthalen-2-yl-	(4-Chloro-phenyl)-
387	Naphthalen-2-yl-	Phenyl-
388	Naphthalen-2-yl-	Benzo[1,3]dioxol-5-yl-
389	(4-Chloro-phenyl)-	(4-Dimethylamino-phenyl)-
390	(4-Chloro-phenyl)-	Naphthalen-2-yl-
391	(4-Chloro-phenyl)-	(4-Chloro-phenyl)-
392	(4-Chloro-phenyl)-	Phenyl-
393	(4-Chloro-phenyl)-	Benzo[1,3]dioxol-5-yl-
394	Phenyl-	(4-Dimethylamino-phenyl)-
395	Phenyl-	Naphthalen-2-yl-
396	Phenyl-	(4-Chloro-phenyl)-
397	Phenyl-	Phenyl-
398	Phenyl-	Benzo[1,3]dioxol-5-yl-
399	Benzo[1,3]dioxol-5-yl-	(4-Dimethylamino-phenyl)-

400	Benzo[1,3]dioxol-5-yl-	Naphthalen-2-yl-
401	Benzo[1,3]dioxol-5-yl-	(4-Chloro-phenyl)-
402	Benzo[1,3]dioxol-5-yl-	Phenyl-
403	Benzo[1,3]dioxol-5-yl-	Benzo[1,3]dioxol-5-yl-

45. The compound of claim 1 selected from the group consisting of: 2-Benzofuran-3-yl-3-[1-(4-methoxy-phenyl)-5-p-tolyl-1*H*-pyrazol-3-yl]-propionic acid; and
2-Benzofuran-3-yl-3-[5-(4-chloro-phenyl)-1-(4-methoxy-phenyl)-1*H*-pyrazol-3-yl]-propionic acid.

46. A pharmaceutical composition comprising a pharmaceutically acceptable carrier and a pharmaceutically effective amount of a CCK-1 receptor antagonist of the general formula:



(I)

wherein,
R^1 is a 1- or 2-position substituent selected from the group consisting of hydrogen,

a) phenyl, optionally mono-, di- or tri-substituted with R^p or di-substituted on adjacent carbons with -OC_{1-4}alkyleneO-, -$(CH_2)_{2-3}NH$-, -$(CH_2)_{1-2}NH(CH_2)$-, -$(CH_2)_{2-3}N(C_{1-4}alkyl)$- or -$(CH_2)_{1-2}N(C_{1-4}alkyl)(CH_2)$-;
R^p is selected from the group consisting of –OH, -C_{1-6}alkyl, -OC_{1-6}alkyl, phenyl, -Ophenyl, benzyl, -Obenzyl, -C_{3-6}cycloalkyl, -OC_{3-6}cycloalkyl, -CN, -NO_2, -$N(R^y)R^z$ (wherein R^y and R^z are

independently selected from H, C_{1-6}alkyl or C_{1-6}alkenyl, or R^y and R^z may be taken together with the nitrogen of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 4 to 7 members, optionally having one carbon replaced with >O, =N-, >NH or >N(C_{1-4}alkyl), optionally having one carbon substituted with –OH, and optionally having one or two unsaturated bonds in the ring), -(C=O)N(R^y)R^z, -(N-R^t)COR^t, -(N-R^t)SO_2C_{1-6}alkyl (wherein R^t is H or C_{1-6}alkyl or two R^t in the same substituent may be taken together with the amide of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 4 to 6 members), -(C=O)C_{1-6}alkyl, -(S=$(O)_n$)-C_{1-6}alkyl (wherein n is selected from 0, 1 or 2), -SO_2N(R^y)R^z, -SCF_3, halo, -CF_3, -OCF_3, -COOH and -$COOC_{1-6}$alkyl;

b) phenyl or pyridyl fused at two adjacent ring members to a three membered hydrocarbon moiety to form a fused five membered aromatic ring, which moiety has one carbon atom replaced by >O, >S, >NH or >N(C_{1-4}alkyl) and which moiety has up to one additional carbon atom optionally replaced by N, the fused rings optionally mono-, di- or tri-substituted with R^p;

c) phenyl fused at two adjacent ring members to a four membered hydrocarbon moiety to form a fused six membered aromatic ring, which moiety has one or two carbon atoms replaced by N, the fused rings optionally mono-, di- or tri-substituted with R^p;

d) naphthyl, optionally mono-, di- or tri-substituted with R^p;

e) a monocyclic aromatic hydrocarbon group having five ring atoms, having a carbon atom which is the point of attachment, having one carbon atom replaced by >O, >S, >NH or >N(C_{1-4}alkyl), having up to two additional carbon atoms optionally replaced by N, optionally mono- or di-substituted with R^p and optionally benzo fused on the condition that two or fewer of said carbon ring atoms are replaced by a heteroatom, where the benzo fused moiety is optionally mono- di- or tri-substituted with R^p;

f) a monocyclic aromatic hydrocarbon group having six ring atoms, having a carbon atom which is the point of attachment, having one or

two carbon atoms replaced by N, having one N optionally oxidized to the N-oxide, optionally mono- or di-substituted with R^p and optionally benzo fused, where the benzo fused moiety is optionally mono- or di-substituted with R^p;

g) adamantanyl or monocyclic C_{5-7}cycloalkyl, optionally having one or two carbon members optionally replaced with >O, >NH or >N(C_{1-4}alkyl) and optionally having one or two unsaturated bonds in the ring and optionally having one of the ring atoms substituted with -OH, =O or $-CH_3$;

h) a C_{1-8}alkyl;

i) C_{1-4}alkyl, mono-substituted by a substituent selected from the group consisting of any one of a) to g);

R^2 is selected from the group consisting of:

i) phenyl, optionally mono-, di- or tri- substituted with R^q or di-substituted on adjacent carbons with $-OC_{1-4}$alkyleneO-, $-(CH_2)_{2-3}NH-$, $-(CH_2)_{1-2}NH(CH_2)-$, $-(CH_2)_{2-3}N(C_{1-4}alkyl)-$ or $-(CH_2)_{1-2}N(C_{1-4}alkyl)(CH_2)-$;

R^q is selected from the group consisting of –OH, $-C_{1-6}$alkyl, $-OC_{1-6}$alkyl, phenyl, -Ophenyl, benzyl, -Obenzyl, $-C_{3-6}$cycloalkyl, $-OC_{3-6}$cycloalkyl, -CN, $-NO_2$, $-N(R^y)R^z$ (wherein R^y and R^z are independently selected from H, C_{1-6}alkyl, C_{1-6}alkenyl, or R^y and R^z may be taken together with the nitrogen of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 4 to 7 members, optionally having one carbon replaced with >O, =N-, >NH or >N(C_{1-4}alkyl), optionally having one carbon substituted with -OH, and optionally having one or two unsaturated bonds in the ring, $-(C=O)N(R^y)R^z$, $-(N-R^t)COR^t$, $-(N-R^t)SO_2C_{1-6}$alkyl (wherein R^t is H or C_{1-6}alkyl or two R^t in the same substituent may be taken together with the amide of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 4 to 6 members), $-(C=O)C_{1-6}$alkyl, $-(S=(O)_n)-C_{1-6}$alkyl (wherein n is selected from 0, 1 or 2), $-SO_2N(R^y)R^z$, $-SCF_3$, halo, $-CF_3$, $-OCF_3$, -COOH and $-COOC_{1-6}$alkyl;

ii) phenyl or pyridyl fused at two adjacent ring members to a three membered hydrocarbon moiety to form a fused five membered aromatic ring, which moiety has one carbon atom replaced by >O, >S, >NH or >N(C_{1-4}alkyl) and which moiety has up to one additional carbon atom optionally replaced by N, the fused rings optionally mono-, di- or tri-substituted with R^q;

iii) phenyl fused at two adjacent ring members to a four membered hydrocarbon moiety to form a fused six membered aromatic ring, which moiety has one or two carbon atoms replaced by N, the fused rings optionally mono-, di- or tri-substituted with R^q;

iv) naphthyl, optionally mono-, di- or tri-substituted with R^q;

v) a monocyclic aromatic hydrocarbon group having five ring atoms, having a carbon atom which is the point of attachment, having one carbon atom replaced by >O, >S, >NH or >N(C_{1-6}alkyl), having up to one additional carbon atoms optionally replaced by N, optionally mono- or di-substituted with R^q and optionally benzo fused on the condition that two or fewer of said carbon ring atoms are replaced by a heteroatom, where the benzo fused moiety is optionally mono- di- or tri-substituted with R^q; and

vi) a monocyclic aromatic hydrocarbon group having six ring atoms, having a carbon atom which is the point of attachment, having one or two carbon atoms replaced by N, having one N optionally oxidized to the N-oxide, optionally mono- or di-substituted with R^p and optionally benzo fused, where the benzo fused moiety is optionally mono- or di-substituted with R^q;

R^3 is selected from the group consisting of H, halo, and C_{1-6}alkyl;

n is selected from 0,1, or 2, with the proviso that where R^5 is attached through –S-, the n is 1 or 2;

R^4 is selected from the group consisting of H, halo or C_{1-6}alkyl or a covalent bond in the case where the a double bond is present in the above structure;

Ar is selected from the group consisting of:

A) phenyl, optionally mono-, di- or tri-substituted with R^r or di-substituted on adjacent carbons with -OC_{1-4}alkyleneO-,

$-(CH_2)_{2-3}NH-$, $-(CH_2)_{1-2}NH(CH_2)-$, $-(CH_2)_{2-3}N(C_{1-4}alkyl)-$ or $-(CH_2)_{1-2}N(C_{1-4}alkyl)(CH_2)-$;

R^r is selected from the group consisting of –OH, $-C_{1-6}alkyl$, $-OC_{1-6}alkyl$, phenyl, -Ophenyl, benzyl, -Obenzyl, $-C_{3-6}cycloalkyl$, $-OC_{3-6}cycloalkyl$, -CN, $-NO_2$, $-N(R^y)R^z$ (wherein R^y and R^z are independently selected from H, $C_{1-6}alkyl$ or $C_{1-6}alkenyl$, or R^y and R^z may be taken together with the nitrogen of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 4 to 7 members, optionally having one carbon replaced with >O, =N-, >NH or $>N(C_{1-4}alkyl)$, optionally having one carbon substituted with -OH, and optionally having one or two unsaturated bonds in the ring), $-(C=O)N(R^y)R^z$, $-(N-R^t)COR^t$, $-(N-R^t)SO_2C_{1-6}alkyl$ (wherein R^t is H or $C_{1-6}alkyl$ or two R^t in the same substituent may be taken together with the amide of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 4 to 6 members), $-(C=O)C_{1-6}alkyl$, $-(S=(O)_n)-C_{1-6}alkyl$ (wherein n is selected from 0, 1 or 2), $-SO_2N(R^y)R^z$, $-SCF_3$, halo, $-CF_3$, $-OCF_3$, -COOH and $-COOC_{1-6}alkyl$;

B) phenyl or pyridyl fused at two adjacent ring members to a three membered hydrocarbon moiety to form a fused five membered aromatic ring, which moiety has one carbon atom replaced by >O, >S, >NH or $>N(C_{1-4}alkyl)$ and which moiety has up to one additional carbon atom optionally replaced by N, the fused rings optionally mono-, di- or tri-substituted with R^r;

C) phenyl fused at two adjacent ring members to a four membered hydrocarbon moiety to form a fused six membered aromatic ring, which moiety has one or two carbon atoms replaced by N, the fused rings optionally mono-, di- or tri-substituted with R^r;

D) naphthyl, optionally mono-, di- or tri-substituted with R^r;

E) a monocyclic aromatic hydrocarbon group having five ring atoms, having a carbon atom which is the point of attachment, having one carbon atom replaced by >O, >S, >NH or $>N(C_{1-4}alkyl)$, having up to one additional carbon atoms optionally replaced by N, optionally mono- or di-substituted with R^r and optionally benzo fused on the

condition that two or fewer of said carbon ring atoms are replaced by a heteroatom, where the benzo fused moiety is optionally mono- di- or tri-substituted with R^r; and

F) a monocyclic aromatic hydrocarbon group having six ring atoms, having a carbon atom which is the point of attachment, having one or two carbon atoms replaced by N, having one N optionally oxidized to the N-oxide, optionally mono- or di-substituted with R^r and optionally benzo fused, where the benzo fused moiety is optionally mono- or di-substituted with R^r;

R^5 is selected from the group consisting of;

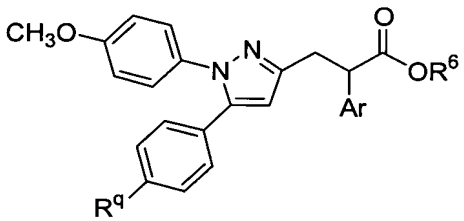
I) $-COOR^6$, where R^6 is selected from the group consisting of H and $-C_{1-4}$alkyl,

II) $-CONR^7R^8$, where R^7 and R^8 are independently selected from the group consisting of hydrogen, C_{1-6}alkyl and C_{3-6}cycloalkyl optionally hydroxy substituted, or R^7 and R^8 may be taken together with the nitrogen of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 5 to 7 members, optionally having one carbon replaced with >O, =N-, >NH or >N(C_{1-4}alkyl) and optionally having one or two unsaturated bonds in the ring; and

III) tetrazolyl, [1,2,4]triazol-3-ylsulfanyl, [1,2,4]triazol-3-ylsulfonyl, [1,2,4]triazole-3-sulfinyl and [1,2,3]triazol-4-ylsulfanyl, [1,2,3]triazol-4-ylsulfonyl, [1,2,3]triazol-4-sulfinyl.

and enantiomers, diastereomers and pharmaceutically acceptable salts and esters thereof;

except said formula does not include compounds of the following formula, and/or racemic mixtures of such compounds:

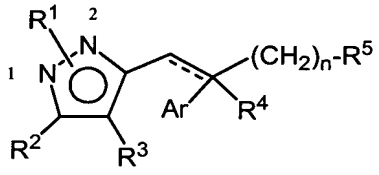


where R^q, Ar and R^6 are selected concurrently from the groups consisting of:

CP#	R^q	Ar	R^6
R1	-Cl	phenyl-	$-CH_2CH_3$
R2	-Cl	3,4-diMeO-phenyl-	$-CH_2CH_3$
R3	-Cl	4-MeO-phenyl-	$-CH_2CH_3$
R4	$-CH_3$	2-naphthyl-	$-CH_2CH_3$
R5	$-CH_3$	1-naphthyl-	$-CH_2CH_3$
R6	$-CH_3$	2-MeO-phenyl-	$-CH_2CH_3$
R7	$-CH_3$	2-pyridyl-	$-CH_2CH_3$
R8	$-CH_3$	2-carboxymethyl-phenyl-	$-CH_2CH_3$
R9	$-CH_3$	3-pyridyl-	$-CH_2CH_3$
R10	-Cl	4-MeO-phenyl-	-H
R11	-Cl	3,4-diMeO-phenyl-	-H
R12	$-CH_3$	2-naphthyl-	-H
R13	$-CH_3$	1-naphthyl-	-H
R14	$-CH_3$	2-MeO-phenyl-	-H
R15	$-CH_3$	2-carboxy-phenyl-	-H

R16	$-CH_3$	4-biphenyl	$-CH_2CH_3$ and
R17	-CH3	4-biphenyl	-H.

47. A method for treating pain, drug dependence, anxiety, panic attack, schizophrenia, pancreatic disorder, secretory disorder, motility disorders, functional bowel disease, biliary colic, anorexia and cancer in mammals comprising administering to a mammal suffering from said conditions, in a pharmaceutically acceptable carrier, an effective amount of a CCK-1 receptor antagonist of the general formula:



(I)

wherein,

R^1 is a 1- or 2-position substituent selected from the group consisting of hydrogen,

a) phenyl, optionally mono-, di- or tri-substituted with R^p or di-substituted on adjacent carbons with $-OC_{1-4}$alkyleneO-, $-(CH_2)_{2-3}NH-$, $-(CH_2)_{1-2}NH(CH_2)-$, $-(CH_2)_{2-3}N(C_{1-4}alkyl)-$ or $-(CH_2)_{1-2}N(C_{1-4}alkyl)(CH_2)-$;

R^p is selected from the group consisting of –OH, $-C_{1-6}$alkyl, $-OC_{1-6}$alkyl, phenyl, -Ophenyl, benzyl, -Obenzyl, $-C_{3-6}$cycloalkyl, $-OC_{3-6}$cycloalkyl, -CN, $-NO_2$, $-N(R^y)R^z$ (wherein R^y and R^z are independently selected from H, C_{1-6}alkyl or C_{1-6}alkenyl, or R^y and R^z may be taken together with the nitrogen of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 4 to 7 members, optionally having one carbon replaced with >O, =N-, >NH or $>N(C_{1-4}alkyl)$, optionally having one carbon substituted with –OH, and optionally having one or two unsaturated bonds in the ring), $-(C=O)N(R^y)R^z$, $-(N-R^t)COR^t$, $-(N-R^t)SO_2C_{1-6}$alkyl

(wherein R^t is H or C_{1-6}alkyl or two R^t in the same substituent may be taken together with the amide of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 4 to 6 members), -(C=O)C_{1-6}alkyl, -(S=(O)$_n$)-C_{1-6}alkyl (wherein n is selected from 0, 1 or 2), -$SO_2N(R^y)R^z$, -SCF_3, halo, -CF_3, -OCF_3, -COOH and -$COOC_{1-6}$alkyl;

b) phenyl or pyridyl fused at two adjacent ring members to a three membered hydrocarbon moiety to form a fused five membered aromatic ring, which moiety has one carbon atom replaced by >O, >S, >NH or >N(C_{1-4}alkyl) and which moiety has up to one additional carbon atom optionally replaced by N, the fused rings optionally mono-, di- or tri-substituted with R^p;

c) phenyl fused at two adjacent ring members to a four membered hydrocarbon moiety to form a fused six membered aromatic ring, which moiety has one or two carbon atoms replaced by N, the fused rings optionally mono-, di- or tri-substituted with R^p;

d) naphthyl, optionally mono-, di- or tri-substituted with R^p;

e) a monocyclic aromatic hydrocarbon group having five ring atoms, having a carbon atom which is the point of attachment, having one carbon atom replaced by >O, >S, >NH or >N(C_{1-4}alkyl), having up to two additional carbon atoms optionally replaced by N, optionally mono- or di-substituted with R^p and optionally benzo fused on the condition that two or fewer of said carbon ring atoms are replaced by a heteroatom, where the benzo fused moiety is optionally mono- di- or tri-substituted with R^p;

f) a monocyclic aromatic hydrocarbon group having six ring atoms, having a carbon atom which is the point of attachment, having one or two carbon atoms replaced by N, having one N optionally oxidized to the N-oxide, optionally mono- or di-substituted with R^p and optionally benzo fused, where the benzo fused moiety is optionally mono- or di-substituted with R^p;

g) adamantanyl or monocyclic C_{5-7}cycloalkyl, optionally having one or two carbon members optionally replaced with >O, >NH or >N(C_{1-4}alkyl) and optionally having one or two unsaturated bonds in

the ring and optionally having one of the ring atoms substituted with -OH, =O or $-CH_3$;

h) a C_{1-8}alkyl;

i) C_{1-4}alkyl, mono-substituted by a substituent selected from the group consisting of any one of a) to g);

R^2 is selected from the group consisting of:

i) phenyl, optionally mono-, di- or tri- substituted with R^q or di-substituted on adjacent carbons with $-OC_{1-4}$alkyleneO-, $-(CH_2)_{2-3}NH-$, $-(CH_2)_{1-2}NH(CH_2)-$, $-(CH_2)_{2-3}N(C_{1-4}alkyl)-$ or $-(CH_2)_{1-2}N(C_{1-4}alkyl)(CH_2)-$;

R^q is selected from the group consisting of –OH, $-C_{1-6}$alkyl, $-OC_{1-6}$alkyl, phenyl, -Ophenyl, benzyl, -Obenzyl, $-C_{3-6}$cycloalkyl, $-OC_{3-6}$cycloalkyl, -CN, $-NO_2$, $-N(R^y)R^z$ (wherein R^y and R^z are independently selected from H, C_{1-6}alkyl, C_{1-6}alkenyl, or R^y and R^z may be taken together with the nitrogen of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 4 to 7 members, optionally having one carbon replaced with >O, =N-, >NH or $>N(C_{1-4}alkyl)$, optionally having one carbon substituted with -OH, and optionally having one or two unsaturated bonds in the ring, $-(C=O)N(R^y)R^z$, $-(N-R^t)COR^t$, $-(N-R^t)SO_2C_{1-6}$alkyl (wherein R^t is H or C_{1-6}alkyl or two R^t in the same substituent may be taken together with the amide of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 4 to 6 members), $-(C=O)C_{1-6}$alkyl, $-(S=(O)_n)-C_{1-6}$alkyl (wherein n is selected from 0, 1 or 2), $-SO_2N(R^y)R^z$, $-SCF_3$, halo, $-CF_3$, $-OCF_3$, -COOH and $-COOC_{1-6}$alkyl;

ii) phenyl or pyridyl fused at two adjacent ring members to a three membered hydrocarbon moiety to form a fused five membered aromatic ring, which moiety has one carbon atom replaced by >O, >S, >NH or $>N(C_{1-4}alkyl)$ and which moiety has up to one additional carbon atom optionally replaced by N, the fused rings optionally mono-, di- or tri-substituted with R^q;

iii) phenyl fused at two adjacent ring members to a four membered hydrocarbon moiety to form a fused six membered aromatic ring, which moiety has one or two carbon atoms replaced by N, the fused rings optionally mono-, di- or tri-substituted with R^q;

iv) naphthyl, optionally mono-, di- or tri-substituted with R^q;

v) a monocyclic aromatic hydrocarbon group having five ring atoms, having a carbon atom which is the point of attachment, having one carbon atom replaced by >O, >S, >NH or >N(C_{1-6}alkyl), having up to one additional carbon atoms optionally replaced by N, optionally mono- or di-substituted with R^q and optionally benzo fused on the condition that two or fewer of said carbon ring atoms are replaced by a heteroatom, where the benzo fused moiety is optionally mono- di- or tri-substituted with R^q; and

vi) a monocyclic aromatic hydrocarbon group having six ring atoms, having a carbon atom which is the point of attachment, having one or two carbon atoms replaced by N, having one N optionally oxidized to the N-oxide, optionally mono- or di-substituted with R^p and optionally benzo fused, where the benzo fused moiety is optionally mono- or di-substituted with R^q;

R^3 is selected from the group consisting of H, halo, and C_{1-6}alkyl;

n is selected from 0,1, or 2, with the proviso that where R^5 is attached through –S-, the n is 1 or 2;

R^4 is selected from the group consisting of H, halo or C_{1-6}alkyl or a covalent bond in the case where the a double bond is present in the above structure;

Ar is selected from the group consisting of:

A) phenyl, optionally mono-, di- or tri-substituted with R^r or di-substituted on adjacent carbons with -OC_{1-4}alkyleneO-, -$(CH_2)_{2-3}$NH-, -$(CH_2)_{1-2}$NH(CH_2)-, -$(CH_2)_{2-3}$N(C_{1-4}alkyl)- or -$(CH_2)_{1-2}$N(C_{1-4}alkyl)(CH_2)-;

R^r is selected from the group consisting of –OH, -C_{1-6}alkyl, -OC_{1-6}alkyl, phenyl, -Ophenyl, benzyl, -Obenzyl, -C_{3-6}cycloalkyl, -OC_{3-6}cycloalkyl, -CN, -NO_2, -N(R^y)R^z (wherein R^y and R^z are independently selected from H, C_{1-6}alkyl or C_{1-6}alkenyl, or R^y and

R^z may be taken together with the nitrogen of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 4 to 7 members, optionally having one carbon replaced with >O, =N-, >NH or >N(C_{1-4}alkyl), optionally having one carbon substituted with -OH, and optionally having one or two unsaturated bonds in the ring), -(C=O)N(R^y)R^z, -(N-R^t)COR^t, -(N-R^t)SO_2C_{1-6}alkyl (wherein R^t is H or C_{1-6}alkyl or two R^t in the same substituent may be taken together with the amide of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 4 to 6 members), -(C=O)C_{1-6}alkyl, -(S=(O)$_n$)-C_{1-6}alkyl (wherein n is selected from 0, 1 or 2), -SO_2N(R^y)R^z, -SCF_3, halo, -CF_3, -OCF_3, -COOH and -$COOC_{1-6}$alkyl;

B) phenyl or pyridyl fused at two adjacent ring members to a three membered hydrocarbon moiety to form a fused five membered aromatic ring, which moiety has one carbon atom replaced by >O, >S, >NH or >N(C_{1-4}alkyl) and which moiety has up to one additional carbon atom optionally replaced by N, the fused rings optionally mono-, di- or tri-substituted with R^r;

C) phenyl fused at two adjacent ring members to a four membered hydrocarbon moiety to form a fused six membered aromatic ring, which moiety has one or two carbon atoms replaced by N, the fused rings optionally mono-, di- or tri-substituted with R^r;

D) naphthyl, optionally mono-, di- or tri-substituted with R^r;

E) a monocyclic aromatic hydrocarbon group having five ring atoms, having a carbon atom which is the point of attachment, having one carbon atom replaced by >O, >S, >NH or >N(C_{1-4}alkyl), having up to one additional carbon atoms optionally replaced by N, optionally mono- or di-substituted with R^r and optionally benzo fused on the condition that two or fewer of said carbon ring atoms are replaced by a heteroatom, where the benzo fused moiety is optionally mono- di- or tri-substituted with R^r; and

F) a monocyclic aromatic hydrocarbon group having six ring atoms, having a carbon atom which is the point of attachment, having one or two carbon atoms replaced by N, having one N optionally oxidized to

the N-oxide, optionally mono- or di-substituted with R^r and optionally benzo fused, where the benzo fused moiety is optionally mono- or di-substituted with R^r;

R^5 is selected from the group consisting of;

I) -$COOR^6$, where R^6 is selected from the group consisting of H and -C_{1-4}alkyl,

II) -$CONR^7R^8$, where R^7 and R^8 are independently selected from the group consisting of hydrogen, C_{1-6}alkyl and C_{3-6}cycloalkyl optionally hydroxy substituted, or R^7 and R^8 may be taken together with the nitrogen of attachment to form an otherwise aliphatic hydrocarbon ring, said ring having 5 to 7 members, optionally having one carbon replaced with >O, =N-, >NH or >N(C_{1-4}alkyl) and optionally having one or two unsaturated bonds in the ring; and

III) tetrazolyl, [1,2,4]triazol-3-ylsulfanyl, [1,2,4]triazol-3-ylsulfonyl, [1,2,4]triazole-3-sulfinyl and [1,2,3]triazol-4-ylsulfanyl, [1,2,3]triazol-4-ylsulfonyl, [1,2,3]triazol-4-sulfinyl.

and enantiomers, diastereomers and pharmaceutically acceptable salts and esters thereof.